

N18000005315

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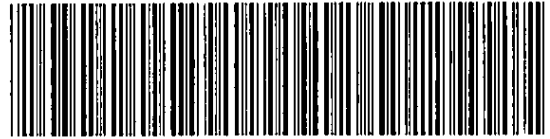
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SECRETARY OF STATE
OFFICE OF CORPORATIONS
2023 MAY 16 AM 11:30

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: AIM MIAMI, INC.

DOCUMENT NUMBER: N18000005315

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

CHRISTOPHER A. DISCHINO, ESQ.
Name of Contact Person

DISCHINO & SCHAMY, PLLC
Firm/ Company

4770 BISCAYNE BLVD., SUITE 600
Address

MIAMI, FLORIDA 33137
City/ State and Zip Code

ADMIN@DSMIAMI.COM
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

CHRISTOPHER A. DISCHINO at (786) 581-2542
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

- \$35 Filing Fee
- \$43.75 Filing Fee & Certificate of Status
- \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)
- \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed)

Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION**

of

AIM MIAMI, INC.,
a Florida not-for-profit corporation
("Corporation")

The undersigned Incorporator, pursuant to the Florida Not for Profit Corporations Act, hereby adopts the following Articles of Incorporation.

ARTICLE I
NAME

The name of the Corporation is:

AIM MIAMI, INC.

ARTICLE II
PRINCIPAL AND MAILING ADDRESS

The initial principal place of business of the Corporation shall be located at:

2360 OVERBROOK STREET
MIAMI, FL 33133

The mailing address of the Corporation is:

2360 OVERBROOK STREET
MIAMI, FL 33133

ARTICLE III
PURPOSE

The specific purpose for which this Corporation is organized is:

THE CORPORATION IS ORGANIZED EXCLUSIVELY FOR CHARITABLE, EDUCATIONAL, AND SCIENTIFIC PURPOSES, INCLUDING FOR SUCH PURPOSES. THE MAKING OF DISTRIBUTIONS TO ORGANIZATIONS UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE (OR THE CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE OR AMENDMENT THERETO).

ARTICLE IV
MANNER OF ELECTION OF DIRECTORS

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CORPORATION
2023 MAY 16 AM 11:30

The manner in which Directors are elected or appointed is provided in the Bylaws of the Corporation. The Corporation shall, at all times, have at least three (3) Directors.

ARTICLE V
OFFICERS

The Officers of the Corporation shall be:

VIRGINIA A. ANSALDI 2360 OVERBROOK STREET MIAMI, FL 33133	PST
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DEREK E. WADDY 1545 NW 15TH STREET ROAD, APT #102 MIAMI, FL 33125 USA	VP
---	----

ELIZABETH KIELY 441 SANTANDER AVENUE CORAL GABLES, FL 33134 UN	VP
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ARTICLE VI
REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is:

VIRGINIA A. ANSALDI
2360 OVERBROOK STREET
MIAMI, FL 33133

ARTICLE VII
INCORPORATOR

The name and address of the sole Incorporator is:

VIRGINIA A. ANSALDI
2360 OVERBROOK STREET
MIAMI, FL 33133

ARTICLE VIII
BYLAWS

THE POWER TO ADOPT, ALTER, AMEND OR REPEAL THE BYLAWS OF THE CORPORATION SHALL BE VESTED IN THE DIRECTORS OF THE CORPORATION, AS MORE SPECIFICALLY PROVIDED IN THE BYLAWS OF THE CORPORATION.

ARTICLE IX
BOARD OF DIRECTORS

THE BUSINESS AND AFFAIRS OF THE CORPORATION SHALL BE MANAGED BY A BOARD OF DIRECTORS COMPRISE OF A MINIMUM OF THREE (3) INDIVIDUALS.

ARTICLE X
LIMITATION OF ACTIVITIES

SECTION 1. NO PART OF THE NET EARNINGS OF THE CORPORATION SHALL INURE TO THE BENEFIT OF, OR BE DISTRIBUTABLE TO ITS MEMBERS, TRUSTEES, DIRECTORS, OFFICERS OR OTHER PRIVATE PERSONS, EXCEPT THAT THE CORPORATION SHALL BE EMPOWERED TO PAY REASONABLE COMPENSATION FOR SERVICES RENDERED AND TO MAKE PAYMENTS AND DISTRIBUTIONS IN FURTHERANCE OF ITS SECTION 501(C)(3) PURPOSES.

SECTION 2. NO SUBSTANTIAL PART OF THE ACTIVITIES OF THE CORPORATION SHALL BE THE CARRYING ON OF PROPAGANDA, OR OTHERWISE ATTEMPTING TO INFLUENCE LEGISLATION, AND THE CORPORATION SHALL NOT PARTICIPATE IN, OR INTERVENE IN (INCLUDING THE PUBLISHING OR DISTRIBUTION OF STATEMENTS) ANY POLITICAL CAMPAIGN ON BEHALF OF, OR IN OPPOSITION TO, ANY CANDIDATE FOR PUBLIC OFFICE.

SECTION 3. NOTWITHSTANDING ANY OTHER PROVISION OF THESE ARTICLES, THE CORPORATION SHALL NOT CARRY ON ANY OTHER ACTIVITIES NOT PERMITTED TO BE CARRIED ON (A) BY A CORPORATION OR ORGANIZATION EXEMPT FROM FEDERAL INCOME TAX UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE (OR CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE) OR (B) BY A CORPORATION OR ORGANIZATION, CONTRIBUTIONS TO WHICH ARE DEDUCTIBLE UNDER SECTION 170(C)(2) OF THE INTERNAL REVENUE CODE (OR CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE.)

ARTICLE XI
DISSOLUTION

UPON THE DISSOLUTION OF THE CORPORATION, THE DIRECTORS OF THE CORPORATION SHALL, AFTER PAYING OR MAKING PROVISIONS FOR THE PAYMENT OF ALL OF THE LIABILITIES OF THE CORPORATION, DISTRIBUTE ALL THE RESIDUAL ASSETS OF THE CORPORATION TO SUCH ORGANIZATION OR ORGANIZATIONS ORGANIZED AND OPERATED EXCLUSIVELY FOR CHARITABLE, EDUCATIONAL, RELIGIOUS OR SCIENTIFIC PURPOSES WHICH, AT THE TIME OF SUCH DISPOSITION, QUALIFY AS AN EXEMPT ORGANIZATION OR ORGANIZATIONS UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE, OR CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE, OR SHALL

BE DISTRIBUTED TO THE FEDERAL GOVERNMENT, OR TO A STATE OR LOCAL GOVERNMENT, FOR A PUBLIC PURPOSE.

ARTICLE XII
AMENDMENTS

THESE ARTICLES OF INCORPORATION MAY BE AMENDED BY THE DIRECTORS OF THE CORPORATION IN ACCORDANCE WITH THE PROCEDURES SET FORTH IN CHAPTER 617, FLORIDA STATUTES, AS MAY BE AMENDED FROM TIME TO TIME.

INCORPORATOR:

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third-degree felony as provided for in s. 817.155, F.S.

By: Virginia Ansaldi
Virginia A. Ansaldi

REGISTERED AGENT:

Having been named as registered agent to accept service of process for the above stated Corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

By: Virginia Ansaldi
Virginia A. Ansaldi