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**FLORIDA PROFIT/NON PROFIT CORPORATION
MIAMI 2020 CONVENTION HOST COMMITTEE, INC.**

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Page Count	05
Estimated Charge	\$87.50

2019 JAN 23 PM 3:55

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**ARTICLES OF INCORPORATION
OF**

**MIAMI 2020 CONVENTION HOST COMMITTEE, INC.
(a Florida corporation not for profit)**

The undersigned, acting as incorporator of Miami 2020 Convention Host Committee, Inc. under the Florida Not For Profit Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation is Miami 2020 Convention Host Committee, Inc.

ARTICLE II. ADDRESS

The street address of the initial principal office and mailing address of the corporation is:

c/o Bruce Jay Colan
701 Brickell Avenue, Suite 3300
Miami, FL 33131

ARTICLE III. PURPOSE

(a) The general object and general purpose of the corporation shall be to raise, receive and maintain a fund or funds of real property or personal property, or both, and to distribute and administer the fund or funds, including any income or interest generated therefrom, exclusively for those purposes described in Section 501(c)(3) of the Internal Revenue Code of 1986, and the corresponding provisions of any future federal tax laws (the "Code"); including religious, charitable, scientific, testing for public safety, literary, educational or prevention of cruelty to children or animals ("Charitable Purposes").

(b) Bringing the Democratic National Convention to the Cities of Miami and Miami Beach and Miami-Dade County and the State of Florida, and to assist in the planning, coordinating and implementing of the marketing and promotion of the Greater Miami Area for the Democratic National Convention for the year 2020, and for the purpose of stimulating commerce within the Greater Miami Area and the State of Florida, strengthening their tax base and stimulating an increase in financial support of the Greater Miami Area's educational, cultural and historical institutions.

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(c) Promoting the erection and/or maintenance of public buildings, visitor buildings, parks and historical sites in the Greater Miami Area which will be visited by persons attending or accompanying those attending such conventions.

(d) Creating increased employment opportunities in the Greater Miami Area.

(e) Any other Charitable Purpose permitted under Florida law and the Code.

In carrying out such Charitable Purposes, the corporation shall have all of the powers and authorities granted by law pertaining to not for profit corporations, including the power and authority to accept gifts, devises and other contributions for Charitable Purposes, to buy and sell real and personal property, or an undivided interest therein, to lease property, to hold, administer, invest and reinvest the funds and properties received and to expend, contribute and otherwise dispose of funds or properties for Charitable Purposes either directly or by contribution to other organizations organized and operated exclusively for Charitable Purposes; provided, moreover, that such powers and authorities shall be exercised only in furtherance of Charitable Purposes as permitted under Chapter 617, Florida Statutes, and under Sections 501(c)(3) and 170(c)(2) of the Code and regulations pertaining thereto.

ARTICLE IV. LIMITATIONS ON CORPORATE POWER

The corporate powers of the corporation are as provided in Chapter 617 of the Florida Statutes or the corresponding provision of any future Florida Statutes, except to the extent such powers are limited by the following provisions of this Article IV:

(a) The corporation shall not engage in any activities prohibited by Chapter 617 of the Florida Statutes or Section 501(c)(3) of the Internal Revenue Code or the corresponding provisions of any future Florida Statutes or federal tax code.

(b) No part of the assets or net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III of these Articles.

(c) The corporation shall not engage in a regular business of a kind ordinarily carried on for profit, or perform particular services for individual persons.

(d) Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on by a corporation qualifying for exemption from federal income tax as an organization described in Section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code.

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ARTICLE V. DIRECTORS

The manner in which the Directors are to be elected or appointed shall be stated in the Bylaws.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 701 Brickell Avenue, Suite 3300, Miami, Florida 33131 and the name of the corporation's initial registered agent at that address is Bruce Jay Colan.

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator are as follows:

Bruce Jay Colan	701 Brickell Avenue
	Suite 3300
	Miami, FL 33131

ARTICLE VIII. INDEMNIFICATION

(a) The corporation shall indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was a director or officer of the corporation or of any corporation not for profit of which the corporation is a member, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as a director or officer of the corporation or of any corporation not for profit of which the corporation is a member. To the fullest extent not prohibited by law, the corporation shall advance indemnification expenses for actions taken in the capacity of such person as an officer or director, within 20 days after receipt by the corporation of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses.

(b) The corporation by action of its board of directors, in its sole discretion, may indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was an employee or agent of the corporation or of any corporation not for profit of which the corporation is a member, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as an employee or agent of the corporation or of any corporation not for profit of which the corporation is a member. The corporation by action of its board of directors, in its sole discretion, may advance indemnification expenses for actions taken in the capacity of such person as an employee or agent, after receipt by the corporation of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses. Absent specific action by the board of directors, the authority granted to the

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board of directors in this paragraph (b) shall create no rights in the persons eligible for indemnification or advancement of expenses and shall create no obligations of the corporation relating thereto.

ARTICLE IX. DISSOLUTION

Upon the dissolution of the corporation, its residual assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the 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. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE X. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provisions in these Articles of Incorporation in the manner prescribed by law.

The undersigned incorporator, for the purpose of forming a corporation not for profit under the laws of the State of Florida, has executed these Articles of Incorporation on January 28, 2019.



Bruce Jay Colan
Incorporator

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

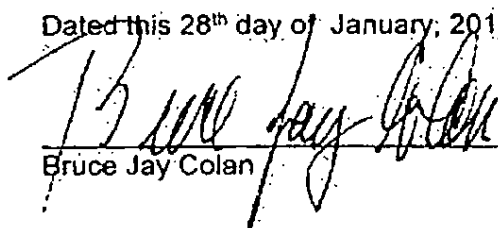
Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That MIAMI 2020 CONVENTION HOST COMMITTEE, INC. desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 701 Brickell Avenue, Suite 3300, Miami, Florida 33131 has named Bruce Jay Colan as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having named to accept service of process for the corporation named above, at the place designated in this certificate, the undersigned agrees to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and is familiar with, and accepts, the obligations of that position.

Dated this 28th day of January, 2019.



Bruce Jay Colan