

N/220000006984

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

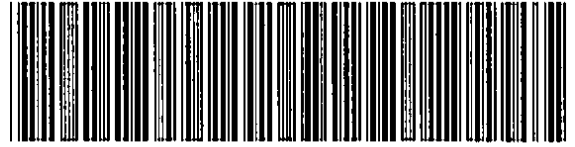
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TALLAHASSEE, FLORIDA

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CHISHOLM | LAW FIRM™

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Orlando, Florida 32801
www.ChisholmFirm.com

May 23, 2022

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Subject: Articles of Incorporation

To Whom It May Concern:

Enclosed please find the Articles of Incorporation to be filed on behalf of Washington Avenue Business Improvement District, Inc., along with a check in the amount of \$70 to cover the filing fee.

If you should have any questions, please feel free to contact me at 407.674.2657.

Sincerely,

Moranne Clarke

Enclosures Articles of Incorporation
 Check in the amount of \$70

ARTICLES OF INCORPORATION OF
Washington Avenue Business Improvement District, Inc.
A FLORIDA NONPROFIT CORPORATION
In Compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be:
Washington Avenue Business Improvement District, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business of this corporation shall be:

1210 Washington Avenue #220
Miami Beach, Florida 33139

The principal mailing address of this corporation shall be:

1210 Washington Avenue #220
Miami Beach, Florida 33139

ARTICLE III PURPOSE

(1) The Corporation is organized for the purpose of promoting such common interests of its Members as may qualify it as exempt from Federal income tax under Section 501(c)(6) of the Internal Revenue Code of 1986 (or the corresponding provision of any subsequent Federal tax laws).

(2) The Corporation shall not have or exercise any power or authority either expressly, by interpretation, or by operation of law, nor shall it directly or indirectly engage in any activity, that would prevent it from qualifying (and continuing to qualify) as a corporation described in Section 501(c)(6) of the Code (or the corresponding provision of any subsequent Federal tax laws).

(3) No part of the assets or net earnings of the Corporation shall inure to the benefit of or be distributable to its incorporators, Directors, Officers, or other persons having a personal or private interest in the Corporation, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services actually rendered and to make reimbursement in reasonable amounts for expenses actually incurred in carrying out the purposes set forth in ARTICLE VI hereof.

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TALLAHASSEE, FLORIDA

ARTICLE VII LIABILITY STATEMENT

The nonprofit shall defend, indemnify and hold harmless all directors and officers of the nonprofit against expenses (including attorney's fees, judgments, fines, and amounts paid in settlement) incurred in connection with any claims, causes of action, demands, damages, liabilities of the nonprofit, and any pending or threatened action, suit, or proceeding. Such indemnification shall be made to the fullest extent permitted by the laws of the State of Florida, provided that such acts or omissions which gives rise to the cause of action or proceedings occurred while the director or officer was in performance of his or her duties for the nonprofit and was not as a result of his or her fraud, gross negligence, willful misconduct or a wrongful taking. The indemnification provided herein shall inure to the benefit of successors, assigns, heirs, executors, and the administrators of any such person.

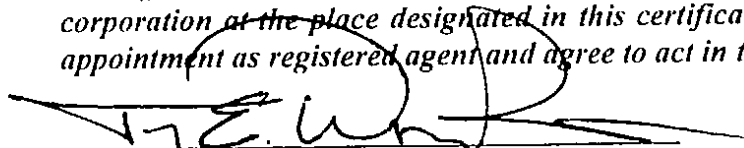
ARTICLE VIII INCORPORATOR

The name and address of the Incorporator is:

Andrew Resnick
1210 Washington Avenue #220
Miami Beach, Florida 33139

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TALLAHASSEE, FLORIDA

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.


Troy E. Wright
Date: 4/26/22
Registered Agent

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.

Andrew Resnick
Andrew Resnick
Date: 4/26/22
Incorporator