

To:

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From: Kaity Toon

7/21/22, 9:37 AM

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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850)617-6381

From:

Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (954)208-0845
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TALLAHASSEE, FLORIDA

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FLORIDA PROFIT/NON PROFIT CORPORATION

Trash Free Miami, Inc.

Certificate of Status	0
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Page Count	06
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Corporate Filing Menu

Help

ARTICLES OF INCORPORATION
In compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be: Trash Free Miami, Inc.

ARTICLE II PRINCIPAL OFFICE

Principal street address:
1014 Lisbon Street Coral Gables, FL 33134

Mailing address, if different is:

ARTICLE III PURPOSE

The purpose for which the corporation is organized is: To ensure that South Florida's coastal habitats remain free from all pollutants.

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected and appointed: By vote of the
majority of the directors then in office.

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

Name and Title: Andrew Olazo, President, Treasurer

Name and Title: Lolita Sosa, Director

Address and Secretary

Address: 201 Galen Drive Apt. 205

1014 Lisbon Street

W Key Biscayne, FL 33149

Coral Gables, FL 33134

Name and Title: Andrew Olazo, Director

Name and Title: _____

Address 1014 Lisbon Street

Address: _____

Coral Gables, FL 33134

Name and Title: Frankie Ruiz, Director

Name and Title: _____

Address 237 S Dixie Hwy 4th Floor

Address: _____

Coral Gables, FL 33133

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TALLAHASSEE, FLORIDA

Name and Title: _____	Name and Title: _____
Address _____	Address: _____
_____	_____
_____	_____
Name and Title: _____	Name and Title: _____
Address _____	Address: _____
_____	_____
_____	_____

ARTICLE VI REGISTERED AGENTThe name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Name: C T Corporation System

Address: 1200 South Pine Island Road

Plantation, Florida 33324

ARTICLE VII INCORPORATORThe name and address of the Incorporator is:

Name: Lauren Formoso

Address: 214 N. Tryon Street, Suite 3800

Charlotte, NC 28202

ARTICLE VIII EFFECTIVE DATE:

Effective date, if other than the date of filing: _____ (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five days prior or 90 days after the filing.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.*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: _____

David Westcott, Assistant Secretary

7/20/22

Required Signature of Registered Agent

Date

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.

Lauren Formoso

Required Signature of Incorporator

7/20/22

Date

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TALLAHASSEE, FLORIDA

Exhibit A
to
Articles of Incorporation
of
TRASH FREE MIAMI, INC.

Article 4. The Corporation is organized and operated exclusively for religious, charitable, scientific and educational purposes (collectively, "Charitable Purposes") within the meaning of Sections 170(c)(2)(B) and 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), including, but not limited to the making of distributions for Charitable Purposes. The Corporation may pursue the Charitable Purposes both inside the United States and outside the United States. Within the scope of such purpose and meaning, the Corporation may:

- (a) Make contributions to any organization described in Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code;
- (b) Expend its funds directly to accomplish one or more purposes described in Sections 170(c)(1) and 170(c)(2)(B) of the Code;
- (c) Receive by way of gift, devise, bequest, or otherwise, money or other property without limitation as to amount or value and hold, sell, exchange or otherwise dispose of the same; to invest and reinvest both principal and income, or both, in such manner as the Board of Directors may deem wise and without limitation to those securities which by law are or may be authorized as trust investments; and to apply and distribute the income, and, except to the extent limited by any specific gift, devise or bequest of property or funds, the principal, in such manner as the Board of Directors may deem best for the promotion of any or all of its corporate purposes; and
- (d) Engage in any and all lawful activities necessary for, or incidental to, the foregoing purposes.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its 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 these Articles of Incorporation. 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. 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 exempt from federal income tax under Section 501(c)(3) of the Code, or the corresponding section of any future federal tax code, or (b) by a

corporation, contributions to which are deductible under Section 170(c)(2) of the Code, or the corresponding section of any future federal tax code.

The Corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code. The Corporation will not engage in any act of self-dealing as defined in Section 4941(d) of the Code. The Corporation will not retain any excess business holdings as defined in Section 4943(c) of the Code. The Corporation will not make any investments in a manner as to subject it to tax under Section 4944 of the Code. The Corporation will not make any taxable expenditures as defined in Section 4945(d) of the Code.

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TALLAHASSEE, FLORIDA

Exhibit B
to
Articles of Incorporation
of
TRASH FREE MIAMI, INC.

Article 5. Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation in furtherance of the charitable, educational, and scientific purposes of the Corporation, or to such organization or organizations organized and operated exclusively for charitable, educational, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code, as the Board of Directors shall determine. 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.

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