

M22000009540

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

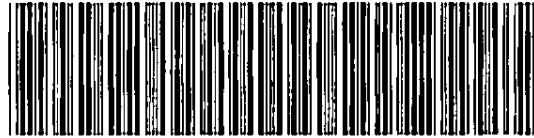
Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only

T. SCOTT

AUG 18 2022



100391969501

08/09/22--01015--023 **78.75

CABLE AND/OR VIDEO
FRANCHISING
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

2022 AUG -9 AM 12:55

FILED

COVER LETTER

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

SUBJECT: Miamibloco, Inc.

(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☒ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: suOm Francis
Name (Printed or typed)

66 48th Avenue
Address

Vero Beach, Florida, 32968
City, State & Zip

3054090052
Daytime Telephone number

Miamibloco@gmail.com

E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

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

ARTICLE I NAME OF CORPORATION

The name of the corporation shall be: **Miamibloco, Inc.**

ARTICLE II PRINCIPAL OFFICE

The principal office of the corporation is located at: **66 48th avenue, Vero Beach, Florida 32968, USA**

ARTICLE III REGISTERED AGENT:

The name of the registered agent of the corporation is

Brian Potts

The address of this registered agent is

66 48th avenue, Vero Beach, Florida 32968.

ARTICLE IV DURATION/ MEMBERSHIP:

The period of duration is perpetual. The qualification for members, if any, and the manner of their admission shall be regulated by the bylaws.

ARTICLE V MANNER OF ELECTION: The method of election and appointment of the Board of Directors shall be stated in the bylaws.

ARTICLE VI BOARD OF DIRECTORS:

The initial members of the Board of Directors shall be:

Dr. Brian Potts - 66 48th Ave, Vero Beach Florida 32968

Maya Ibars, Esq. -3907 Utopia Court, Miami Florida 33133

Amina Singh, MBA -1660 NE 137th Terrace, North Miami Florida 33181

suOm Uheri Francis

Dr. Ney Rosauero

Laura Quinlan

ARTICLE VII INCORPORATOR: Is suOm Francis. 66 48th Ave, Vero Beach, FL 32968.

ARTICLE VIII CORPORATE PURPOSES

The purpose for which the corporation is organized as follows:

CLERK AND/OR VIDEO
FRANCHISING
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

2022 AUG -9 AM 12:50

FILED

1. To provide creative, cultural programming for all Miami communities, including poor, distressed, displaced and underserved populations through music workshops, dance workshops, classes and shows; that are rooted in Brazilian culture and the link to the afro-descendant music styles present in the local South Florida cultural fabric.
2. To provide outlets for intergenerational community building and resilience, through musical dialogues and collaborations between diverse populations across income brackets, languages and geographical locations as a method for resilience building to combat community deterioration locally, in the US and abroad.
3. To serve as a cultural bridge between Brazil and the USA through exchange opportunities compliant with the mission of MiamiBloco that include: Facilitate cultural exchange between Brazil and USA; where musical and dance exponents of Afro-diasporic cultures from Brazil offer educational workshops and shows to communities in FL and USA.
To facilitate in person and virtual cultural immersion opportunities for members of MiamiBloco with groups/person(s) in Brazil and places where Afro-diasporic drum and percussion cultures are part of their cultural identity.
4. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, association, trusts, institution, foundations, or government bureaus, departments or agencies.
5. All of the foregoing purposes shall be exercised exclusively charitable and educational purposes in such a manner that the Corporation will qualify as an exempt organization under section 501(c3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

ARTICLE IX 501(c3) LIMITATIONS

1. CORPORATE PURPOSES: Notwithstanding any other provision of these articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal and state income tax under section 501(c3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue law, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

2. EXCLUSIVITY: The Corporation is organized exclusively for charitable and educational purposes.

3. NO PRIVATE INUREMENT: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 Third hereof. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable and educational purposes no part of which shall inure to the benefit of any
Individuals.

4. LOBBYING AND POLITICAL CAMPAIGNS: No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, any political campaign on behalf of or in opposition to any candidate for public office.

5. DISSOLUTION: Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization selected by the Board of Directors recognized as exempt under section 501 (c3) of the Internal Revenue Code of 1986 to be used exclusively for charitable and educational purposes. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

ARTICLE X INDEMNIFICATION:


Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officers (or such heirs, executors or administrators) may be entitled apart from this Article.

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.

 Brian Potts
Required Signature of Registered Agent

8/3/2022
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.

 SUM-FRANCIS
Required Signature of Incorporator

8/3/2022
Date