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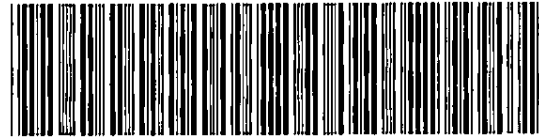
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Attorneys and Counselors at Law
123 South Calhoun Street
P.O. Box 391 32302
Tallahassee, FL 32301

P: (850) 224-9115
F: (850) 222-7560

ausley.com

Writer's Direct Line: (850) 425-5323

March 20, 2025

Secretary of State
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

VIA HAND DELIVERY

Re: **Stronger Miami, Inc.**

Dear Madam/Sir:

Enclosed for filing are the original and one copy of the Articles of Incorporation and Designation of Registered Agent for the above-referenced corporation. Also enclosed is our check in the amount of:

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of Status

☒ \$78.75
Filing Fee &
Certified Copy

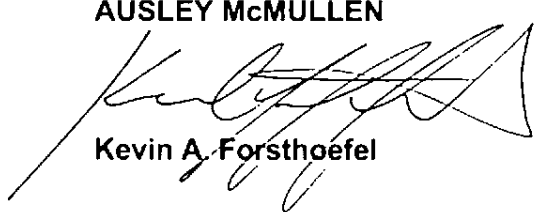
☐ \$87.50
Filing Fee,
Certified Copy &
Certificate of Status

Our courier will retrieve the certified copy when it is ready. Please do not hesitate to call me if you have any questions.

Thank you in advance for your usual assistance in these matters.

Sincerely,

AUSLEY McMULLEN


Kevin A. Forsthoefel

/dmw
Enclosures

**ARTICLES OF INCORPORATION OF
STRONGER MIAMI, INC.**

A Florida Not-for-profit Corporation

The undersigned, acting as the incorporator of this not-for-profit Corporation pursuant to Chapter 617, Florida Statutes, adopts the following articles of incorporation and states as follows:

**Article 1.
Name**

The name of this Corporation shall be **STRONGER MIAMI, INC.**

**Article 2.
Principal Place of Business and Mailing Address**

The principal place of business and the mailing address of the Corporation shall be 6619 South Dixie Highway, #148, Miami, Florida 33143.

**Article 3.
Duration**

The duration of this Corporation shall be perpetual unless dissolved in accordance with Florida law. Corporate existence shall commence upon filing these Articles with Secretary of State.

**Article 4.
Corporate Purposes**

The Corporation shall be a nonprofit, nonsectarian organization formed and operated exclusively for the promotion of social welfare within the meaning of Section 501(c)(4) of the Internal Revenue Code, or the corresponding section of any future federal tax code, and shall have the following specific purposes:

- (1) to advocate for, educate, and inform the general public regarding the importance of increased electoral participation and fair and equal representation in municipal government;
- (2) to gather, analyze and disseminate data and public opinion research needed to assist in reaching the goals of the Corporation stated above;
- (3) to serve as a core organization to bring together citizens and representatives of other organizations which have the common goals stated above;
- (4) to conduct fundraising activities for the production of revenues adequate to carry out the purposes of the Corporation;
- (5) to serve as the sponsoring committee for a ballot initiative securing the goals of the Corporation;

- (6) to exercise powers permitted by Florida law for a Corporation not for profit;
- (7) to conduct such other related activities permitted to be conducted by an organization exempt from taxation pursuant to Section 501(c)(4) of the Internal Revenue Code, as amended.

No activities that are not permitted by an organization exempt from taxation pursuant to Section 501(c)(4) of the Internal Revenue Code, as amended, shall be permitted.

Article 5. **Corporate Powers**

The Corporation shall have and exercise all powers accorded not-for-profit corporations under the laws of the State of Florida that are not in conflict with the Corporation's exempt purposes as provided in Article 4 above. Notwithstanding any other provision of these Articles, the Corporation shall not, except to an insubstantial degree, carry on any activities not permitted to be carried on by a corporation exempt from federal income tax pursuant to Section 501(c)(4) of the Internal Revenue Code and to which deductible contributions may be made under Sections 170, 2055, or 2522 of the Internal Revenue Code, as applicable. Unless otherwise indicated, as used in this Article 5 and hereinafter, all section references are to the Internal Revenue Code of 1986, as amended, including any corresponding provisions of any subsequently enacted federal tax laws.

Article 6. **Restrictions**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons; provided, however, the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered by directors, officers, members, and other private citizens and to make payments and distributions in furtherance of the purposes set forth in Article 4 above and to pay or reimburse the reasonable expenses incurred in fundraising or in carrying out the objectives of the Corporation.

Article 7. **Board of Directors**

Section 7.01. The powers of the Corporation shall be exercised by or under the authority of, and the affairs of the Corporation shall be managed under the direction of, a Board of Directors, the number of which may be either increased or decreased from time to time as regulated by the Bylaws but shall consist of at least three (3). The manner and method of election of the Board of Directors shall be as stated in the Bylaws of the Corporation. Where not inconsistent with Chapter 617, Florida Statutes, and the express provisions of these Articles of Incorporation, the Board of Directors shall have all the rights, powers, and privileges prescribed by law of directors of corporations for profit.

Section 7.02. The initial Board of Directors of the Corporation shall consist of three (3) members as set forth below, who shall hold office for such terms as provided in the Bylaws

of the Corporation and until their successors have been elected and qualified or until their earlier resignation, removal from office, inability to act, or death:

<u>Name and Office</u>	<u>Address</u>
Anthony Parrish, Chairman	3940 Main Highway Coconut Grove, Florida 33133
Joseph Dye, Vice Chairman	10800 Biscayne Boulevard Suite 570 Miami, Florida 33161
Gloria Maggiolo, Treasurer	6619 South Dixie Highway, #148 Miami, Florida 33143

Article 8.
Members

Membership in the Corporation shall be established by the Board of Directors as provided in the Bylaws of the Corporation and may consist of separate categories of membership, each with different rights and responsibilities.

Article 9.
Officers

The Corporation shall have at least the following officers: Chairman, Vice Chairman, and Treasurer and such other officers as may be provided for in the Bylaws. The manner of selection of officers also shall be provided for in the Bylaws; provided, however, the initial officers of the Corporation identified in Article 7 above are appointed by the incorporator.

Article 10.
Indemnification of Officers and Directors

Officers and directors shall be indemnified by the Corporation against all expenses and liabilities, including attorney's fees, including any incurred in appellate proceedings, reasonably incurred in connection with any proceeding or settlement thereof in which they may become involved by reason of holding such office as provided in the Bylaws. The Corporation may purchase and maintain insurance on behalf of all officers and directors against any such liability asserted against them or incurred by them in their capacity as officers and directors or arising out of their status as such.

Article 11.
Non-stock Basis

This Corporation is organized on a non-stock basis.

Article 12.
Amendments

These Articles of Incorporation may be amended by the affirmative vote of at least two-thirds of the members of the Board of Directors present at any regular or special meeting, provided proper notice of the changes to be made has been given and a quorum is present, or without a meeting if a consent in writing, signed by the number of Directors whose votes would be necessary to authorize such amendment at a meeting, is filed in the minutes of the Corporation. Within ten (10) days after obtaining such authorization by written consent, notice summarizing the action shall be given to those Directors who have not consented in writing.

Article 13.
Dissolution

Upon dissolution, all of the Corporation's assets remaining after payment of all costs and expenses of such dissolution shall be distributed (i) for one or more exempt purposes to any organization which shall then be qualified for exemption under Section 501(c)(4) of the Internal Revenue Code and to which a contribution shall be permitted as a deduction under Sections 170, 2055, or 2522 as applicable, (ii) to the federal government for a public purpose, or (iii) to a state or local government for a public purpose. Any 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, as the said court shall determine, to one or more such organizations as have been organized and operated exclusively for such purposes. None of the assets shall be distributed to any officer, director, or member of the Corporation, or any other person or organization not described in the preceding sentence.

Article 14.
Registered Office and Registered Agent

The name and Florida street address of the Registered Agent of the Corporation are as follows:

Gloria Maggiolo
6619 South Dixie Highway, #148
Miami, Florida 33143

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

Gloria Maggiolo

Gloria Maggiolo, Registered Agent

Article 15.
Incorporator

The name and address of the incorporator of the Corporation are:

Name

Address

Kevin A. Forsthoefer

123 South Calhoun Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation of **Stronger Miami, Inc.** on this 20th day of March, 2025.


Kevin A. Forsthoefer

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