

CONTACT:

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-02/20/95--01057--013
****122.50 ****122.50

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Metro-Plex, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

RUSH

☒ Walk in ☐ Pick up time _____

☒ Certified Copy

FEB 20 1995

☐ Mail out ☐ Will wait

☐ Photocopy

☐ Certificate of Status

☐ ARTICLES ONLY

☐ ALL CHARTER DOCS

☐ CERTIFICATE OF GOOD STANDING

NEW FILINGS	
<input type="checkbox"/>	Profit
<input checked="" type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

- ☐ Certificate of FICTITIOUS NAME
- ☐ FICTITIOUS NAME SEARCH
- ☐ CORP SEARCH

**HOLD FOR
PICKUP BY
UCC SERVICES**

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 20, 1995

UCC FILING & SEARCH

TALLAHASSEE, FL

SUBJECT: METRO-PLEX, INC.
Ref. Number: W95000003888

We have received your document for METRO-PLEX, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6052.

Hope Sims
Corporate Specialist

Letter Number: 995A00007624

CERTIFICATE OF INCORPORATION

OF

Metro-Plex Entertainment Center, Inc.

A FLORIDA NOT-FOR-PROFIT CORPORATION

FILED
95 FEB 24 PM 2 24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as the incorporator of a not for profit corporation under the Florida Not For Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, as amended, adopts the following Articles of Incorporation for such Corporation:

ARTICLE I: NAME

The name of the Corporation shall be: Metro-Plex Entertainment Center, Inc.
hereinafter referred to as the "Corporation".

ARTICLE II.: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office of the Corporation is and the mailing address of the Corporation is 9021 S.W. 142nd Avenue, Ste. 1615, Miami, Florida 33186.

ARTICLE III: DURATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSES

The Corporation is organized and operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried

on (i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, (or the corresponding provision of any future United States Internal Revenue Law), or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE V: RESTRICTIONS ON ACTIVITIES

No substantial part of the activities of this corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, nor shall this corporation participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of (or in opposition to) any candidate for public office.

ARTICLE VI: MEMBERSHIP

The corporation shall be a membership organization composed of those persons hereinafter listed as the initial board of directors and all other persons or organizations elected/selected for membership as provided in the bylaws.

ARTICLE VII: REGISTERED OFFICE AND AGENT

The Corporation's registered office shall be located at 128 Palmetto Drive, Miami Springs, Florida 33166, and MICHAEL A. BENITEZ is the registered agent of the Corporation at that address.

ARTICLE VIII: BOARD OF DIRECTORS

The initial Board of Directors shall consist of four (4)

persons. The number of directors may be increased or decreased from time to time by an amendment to the bylaws; however, there shall never be less than three directors. All directors shall be selected as provided for in the bylaws.

The following persons are to serve on the initial Board of Directors:

MICHAEL A. BENITEZ
128 Palmetto Drive
Miami Springs, Florida 33166

JAMES McCLAIN
9021 S.W. 142nd Ave., Ste. 1615
Miami, Florida 33186

GAYLE SPIVEY
9021 S.W. 142nd Ave., Ste. 1615
Miami, Florida 33186

LaVERNE JACKSON
9021 S.W. 142nd Ave., Ste. 1615
Miami, Florida 33186

ARTICLE IX: OFFICERS

The officers of the Corporation shall be a President, Vice President, Secretary, Treasurer, and such other officers as may be provided by the bylaws.

ARTICLE X: AMENDMENTS

These Articles of Incorporation may be amended at any regular or special meeting of the Board of Directors by a majority vote of those present; provided that notice of the intention to submit amendments shall have been given as provided by the bylaws.

ARTICLE XI: DISTRIBUTION OF ASSETS UPON DISSOLUTION

The property of this corporation is irrevocably dedicated to charitable and educational purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof or to the benefit of any private person. Upon dissolution or winding up of the corporation,

its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable and educational purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

ARTICLE XII: INCORPORATOR

The incorporator of the Corporation is as follows:

MICHAEL A. BENITEZ
128 Palmetto Drive
Miami Springs, Florida 33166

IN WITNESS WHEREOF, I, MICHAEL A. BENITEZ, the undersigned incorporator to these Articles of Incorporation, have affixed our signatures thereto on February 16, 1995.


MICHAEL A. BENITEZ

STATE OF FLORIDA)
COUNTY OF DADE)

The foregoing instrument was sworn to before me this 16th day of February, 1995, by MICHAEL A. BENITEZ, who personally appeared before me at the time of notarization, and who is personally known to me or who has produced a Florida Driver's License as identification.

NOTARY PUBLIC:

SIGN: Stanley B. Lewis

PRINT: Stanley B. Lewis



STANLEY B. LEWIS
My Commission Expires
Expires Sep. 10, 1996
Bonded by HAI
800-422-1555

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 the provisions of Sections 48.091 and 617.0501,
Florida Statutes, the following is submitted in compliance with said
Acts:

Metro-Plex Entertainment Center, Inc.

First--That desiring to organize under the
laws of the State of Florida with its principal office, as
indicated in the Articles of Incorporation at City of Miami, County
of Dade, State of Florida, has named MICHAEL A. BENITEZ located at
128 Palmetto Drive in the City of Miami Springs, County of Dade,
State of Florida, as its agent to accept service of process within
this state.

-Acceptance of Agent-

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above
stated corporation, at the place designated in this certificate, I
hereby accept to act in this capacity, and agree to comply with the
provisions of said Act relative to keeping open said office.

BY:

Michael A. Benitez
MICHAEL A. BENITEZ

2/16/95
DATE