

# N96000002863

## TRANSMITTAL LETTER

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

SEARCHED INDEXED  
SERIALIZED FILED  
MAY 24 1996  
FBI - TAMPA  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: Miami Carnival Bandleaders Association 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

☐ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

FROM: Allison Limere  
Name (Printed or typed)

1390 N.W. 200 St  
Address

Miami, FL 33169  
City, State & Zip

(305) 652-1818  
Daytime Telephone number

FILED  
96 MAY 23 PM 1:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

KR  
5-30-96

# ARTICLES OF INCORPORATION

The undersigned, acting as incorporator(s) of a corporation pursuant to Chapter 617, Florida statutes, adopt(s) the following Articles of Incorporation:

## ARTICLE I

### Name

The name of the corporation shall be:

**MIAMI CARNIVAL BANDLEADERS ASSOCIATION INC.**

## ARTICLE II

### Principal place of business and mailing address

The principal place of business and the mailing address of this corporation shall be:

**1390 N.W. 200 Street  
Miami, Florida 33169**

## ARTICLE III

### Purpose(s)

The specific purpose(s) for which the corporation is organized is (are):

1. To promote and develop the diverse cultural art forms of Caribbean Carnival and masquerading bands in Florida.
2. To promote educational, cultural, social, and recreational activities pertaining to the Caribbean Carnival and to foster respect and cultural growth between the diverse ethnicity in Florida.

FILED  
96 MAY 23 PM 1:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

3. To receive and maintain real or personal property, or both, and, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary, or educational purposes either directly or under Section 501(c) (3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended.
4. In order to promote the purposes of this corporation, it may acquire property by grant, gift purchase, devise or bequest and hold and dispose of such property as the corporation shall require for the benefit of the members and not for pecuniary profit.
5. To operate a not for profit multi-disciplinary cultural organization dedicated to providing involvement for all members of the community through performances, instruction, exposure, and creation.
6. To do all things requisite, necessary, proper, and desirable to carry out and further the objects for which this Corporation is formed; and, in general, to have all the rights, privileges and immunities, and enjoy all the benefits of the laws of the State of Florida applicable to the powers described in Section 617.0302 of the Florida Statutes.
7. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501 (c) (3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended.
8. The Corporation shall have such powers as are conferred upon it by Chapter 617 of the Laws of the State of Florida, and to exercise those powers in the accomplishment of its objects and purposes.

## ARTICLE IV

### Membership

Any person, corporation, partnership, association or organization, who is interested in the purposes of the Corporation, who is capable of contributing to the achievement of those purposes and the effective operation of the Corporation, and who complies with the requirements establish from time to time by the By-laws, shall be eligible for membership.

## ARTICLE V

### Manner of election of directors

The manner in which the directors are elected or appointed is as follows:

All corporate powers 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, all of whom shall be members of the Corporation.

1. Members of the Board of Directors shall be elected by the membership and shall hold office, all in accordance with the By-laws of the Corporation.
2. The conditions of election of the Board of Directors and the number of Directors shall be provided as in the By-laws.

## ARTICLE VI

### Limitation of corporate powers

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes, unless limited as follows:

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to, its directors, officers, members of 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 any of its purposes. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation (except as otherwise provided in subsection (h) of Section 501 of the Internal Revenue Code of 1954), and the Corporation shall not participate or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501(c) (3) of the Internal Revenue Code of 1954 (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 of 1954 ( or the corresponding provision of any future United States Internal Revenue Law).

## **ARTICLE VII**

### **Duration**

This Corporation shall have a perpetual existence.

## **ARTICLE VIII**

### **Dissolution**

No person, firm or corporation shall ever receive any dividends or profits from the undertaking of this Corporation upon dissolution of this organization and all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to a not for profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c) (3) of the Internal Revenue Code of 1954, as amended, or corresponding to provisions of any subsequent Federal Tax Laws; or shall be distributed to the Federal Government, or to a state or local government, for a public purpose, and none of the assets will be distributed to any member, Officer or Trustee of this Corporation.

## **ARTICLE IX**

### **Initial registered agent and street address**

The name and the street address of the initial registered agent is:

**Ms. Allison Limere  
1390 N. W. 200 St  
Miami, Florida 33169**

**ARTICLE X**  
**Incorporators**  
**See instructions for officers/directors**

The name(s) and the street address(es) of the incorporator(s) for these articles of incorporation is (are):

**Patricia Roberts, 585 N. W. 94th. Street, Miami, Fl 33150**

**Allison Limere, 1390 N. W. 200 th. Street, Miami, Fl 33169**

**Sean St. Louis, 17405 S. W. 107th. Ct., Miami, Fl 33157**

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this

21<sup>st</sup> day of May, 1996.

Signature(s) of Incorporator(s):

Patricia Roberts

**Patricia Roberts**

Typed name of incorporator signing

Allison Limere

**Allison Limere**

Typed name of incorporator signing

Sean St Louis

**Sean St. Louis**

Typed name of incorporator signing

The foregoing Articles of Incorporation was acknowledged before me this 21<sup>st</sup> day of May, 1996 by each and all of the individuals who have signed the said Articles as subscribing incorporators.



5/21/96

**CERTIFICATE OF DESIGNATION REGISTERED  
AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501,  
FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANISED  
UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE  
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED  
OFFICER/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Miami Carnival Bandleaders Association Inc.  
(must include suffix)

2. The name and address of the registered agent and office is:

Ms. Allison Liniere  
(Name)  
  
1390 N. W. 200 St  
(Street address-P.O. Box or Mail Drop Box NOT acceptable)  
  
Miami, Florida 33169  
(City/State/Zip)

FILED  
56 MAY 23 PM 1:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept services for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Allison Liniere  
(Signature)

5/21/96  
(Date)

