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NEW FILINGS	
Profit	AMENDMENTS  Amendment  Resignation of R.A., Officer/ Director
NonProfit	Resignation of R.A., Officer/ Director
Limited Liability	Change of Registered Agent
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OTHER FILINGS	Resignation of R.A., Officer/ Director Change of Registered Agent Dissolution/Withdrawal Merger  REGISTRATION QUALIFICATION
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	Trademark
Γ	Other

Examiner's Initials



## FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

June 3, 1996

LAW OFFICES OF KUBICKI DRAPER 25 WEST FLAGLER STREET MIAMI, FL 33130

SUBJECT: NETWORK MIAMI, INC. Ref. Number: W96000011596

We have received your document for NETWORK MIAMI, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The purpose contained in your articles of incorporation should be more specific. Please correct your articles to reflect the specific purpose for which the corporation is being organized.

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) 487-6878.

Terri Buckley Corporate Specialist

Letter Number: 496A00027497

# ARTICLES OF INCORPORATION

**OF** 

NETWORK MIAMI, INC.

# ARTICLE I Name of Corporation

The name of the corporation is NETWORK MIAMI, INC.

## ARTICLE II

# Corporate Existence

This corporation is organized pursuant to Chapter 617 of the Florida Statutes, and shall have a perpetual existence.

#### ARTICLE III

# Nonprofit Organization

This corporation is a nonprofit organization. Network Miami has been developed to foster community involvement through an environment where innovative, high quality networking opportunities can be achieved within its members.

#### ARTICLE IV

Principal Place of Organization

The principal place of business of this corporation shall be: 6745 Southwest 96th Street
Pinecrest, Florida 33156

## ARTICLE V

## Registered Office

The initial street address of the registered office of the corporation is:

Rolando A. Diaz, Esq. 25 West Flagler Street Penthouse Miami, Florida 33130

The Board of Directors may from time to time move the registered office to any other address in Florida.

## ARTICLE VI

# Registered Agent

The initial registered agent of the corporation for purposes of accepting service of process pursuant to Chapter 608 and Section 48.091, Florida Statutes, and located at the initial registered office, shall be:

Rolando A. Diaz, Esq. 25 West Flagler Street Penthouse Miami, Florida 33130

#### ARTICLE VII

## **Directors**

The business of this Corporation shall be conducted by a Board of Directors which shall consist of no less than one (1), and no more than nine (9) directors, as shall from time to time be designated in the By-Laws of this Corporation, and a majority thereof shall constitute a quorum for the transaction of all business.

The names and addresses of the initial directors are:

Peter Myrtetus: President Frank Mackle IV: Vice-President 6745 Southwest 96th Street Pinecrest, Florida 33156

## ARTICLE VIII

## Incorporator

The name and address of the incorporator is as follows:

Peter Myrtetus 6745 Southwest 96th Street Pinecrest, Florida 33156

## ARTICLE IX

#### By-Laws

The By-Laws of this Corporation may be created, amended, or changed by either the Shareholders or the Board of Directors, at any regular or duly scheduled special meeting.

## ARTICLE X

#### Officers

This Corporation shall have, in addition to a President, Vice-President, Secretary and/or Treasurer, such other additional officers as may be created from time to time by and under the authorization of its By-Laws. All officers and agents shall be chosen in such manner, hold their offices for such terms, and have such powers and duties as may be described by the By-Laws or determined by the Board of Directors. Any person may hold two or more offices.

#### ARTICLE XI

## Director's Liability and Rights

No contract, act or transaction of this corporation with any persons, firms or other corporation in the absence of fraud or wrongdoing, shall be affected or invalidated by the fact that any director of this corporation is a party to or interested in such contract, act, or transaction, or in any way connected with such person, persons, firm, or corporation, and each and every person, who may become a director of this corporation is hereby relieved from liability that might otherwise exist from thus contacting with this corporation for the benefit of himself or of any other firm, association, or corporation in which he may otherwise be interested. Any director of this corporation may vote upon any contract or other transaction between the corporation and any subsidiary or controlled company without regard to the fact that he is also a director of such subsidiary or controlled company.

#### ARTICLE XII

#### Amendment

These Articles of Incorporation may be amended, changed, altered or repealed only by the stockholders.

#### ARTICLE XIII

## Mailing Address

The mailing address for the corporation shall be:

6745 Southwest 96th Street Pinecrest, Florida 33156

Such address may from time to time be changed upon the affirmative vote of a majority of the Directors and Shareholders

IN WITNESS WILLREOF, the undersigned incorporator has executed these Articles of Incorporation on this <u>26th</u> day of <u>April</u>. 1996

STATE OF FLORIDA

)SS

COUNTY OF DADE

BEFORE ME, the undersigned authority, this day personally appeared 
Peter Myrtetus , to me known to be the person described it; and who executed the 
foregoing instrument, and acknowledged before me that she executed same for the use and 
purpose therein expressed.

WITNESS my hand and official seal at Miami, Dade County, Florida, this <u>26th</u> day of <u>April</u>, 1996.

Notary Public

State of Florida at Large

Peter C. Myth

My Commission Expires:

OFFICIAL TOTARY SEAL JENOTARY IT ASTIMO

NOTARY IT ASTIMO

COMPANY IT ASTIMO

COMPANY IT ASTIMO

MY CONTROL OF AND EXPLORED IN 11,1996

## NETWORK MIAMI, INC. ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Pursuant to the provisions of the Florida General Corporation Act, the undersigned does hereby accept appointment as registered agent on which process may be served within the State of Florida for the proposed domestic corporation named in the foregoing Articles of Incorporation.

Rolando A. Diaz, Esq. 25 West Flagler Street Penthouse Miami, Florida 33130

Registered Agent

STATE OF FLORIDA )

SS

COUNTY OF DADE )

BEFORE ME, the undersigned authority, this day personally appeared Rolando A. Diaz.

Esq., known to me to be the person described in and who executed the foregoing instrument, and acknowledged before me that he executed same for the uses and purposes therein expressed.

WITNESS my hand and official seal at Miami, Dade County, Florida this <u>26th</u> day of <u>April</u>, 1996.

Notary Public State of Florida at Large

My Commission Expires:

OFFICIAL NOTARY SEAL JENNIFER LESTINO NOTARY PUFLIC STATE OF FLORIDA COMMISSION NO. CC231613 MY COMMISSION EXP. OCT. 11.196