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Charter Number Only

8-7-96 Betty

Wright Peterson

Requestor's Name

201 South Broadway Blvd

Address

Miami, FL 33131

City

State

ZIP

Phone

# 323 4000F

VALIDATION ONLY

05 AUG - 8 PM '96

CORPORATION(S) NAME

Customs/Trade/Finance  
Symposium of the  
Americas, Inc.



EMPIRE Toll Free: 1-800-432-3028

( ) Profit

☒ NonProfit

( ) Amendment

( ) Merger

( ) Foreign

( ) Dissolution

( ) Mark

( ) Limited Partnership

( ) Annual Report

( ) Other

( ) Reinstatement

( ) Reservation

( ) Change of Registered Agent

☒ Certified Copy

( ) Photo Copies

( ) Certificate Under Seal

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Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

AL JUL - 8 1996

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ARTICLES OF INCORPORATION

The undersigned, acting as incorporator of a corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation shall be Customs/Trade/Finance Symposium of the Americas, Inc.

ARTICLE II

PRINCIPAL PLACE OF BUSINESS

AND MAILING ADDRESS

The principal place of business and mailing address of this corporation shall be Port of Miami, 1015 North American Way, Suite 206, Miami, Florida 33132, Attention: Karen Mayo.

ARTICLE III

PURPOSE

The purpose for which the corporation is organized are exclusively religious, charitable, scientific, literary, and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

ARTICLE IV

MANNER OF ELECTION OF DIRECTORS

The affairs and business of the corporation shall be conducted by a Board of Directors or through its duly elected executive committee. The Board shall consist of not

less than 3 persons. The members of the Board shall be elected annually by the existing directors.

The initial Board of Directors and their addresses shall be:

<u>Name</u>	<u>Address</u>
Karen Mayo	1015 North America Way, Suite 206 Miami, Florida 33132
German Leiva	2305 N. W. 107 Avenue, Suite 107 Miami, Florida 33172
Gilbert Lee Sandler	The Waterford, Suite 600 5200 Blue Lagoon Drive Miami, Florida 33126

In the event of a vacancy on the Board of Directors by reason of death, resignation or removal, the replacement Director shall be elected in accordance with the By-Laws.

#### ARTICLE V

##### LIMITATION OF CORPORATE POWER

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

1. No part of the net earnings of the corporation shall inure to the benefit of any member, director, officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes, and except to the extent that benefit inures to persons in accordance with the carrying out of the corporation's charitable purposes as herein (defined), and no member, director, officer of the corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.
2. No part of the activities of the corporation shall be carrying on propaganda,

or otherwise attempting to influence legislation, except to the extent permitted by the Code and directly related to the corporation's charitable purposes.

3. The corporation shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

4. Notwithstanding any other provision of these Articles, this organization shall not carry on any activities not permitted to be carried on by an organization 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.

#### ARTICLE VI

##### DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of common pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizational organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

#### ARTICLE VII

##### INITIAL REGISTERED AGENT

##### AND STREET ADDRESS

The name and address of the initial registered agent is Charles H. Johnson, 201 S.

Biscayne Boulevard, Miami Center 10th Floor, Miami, Florida 33131.

ARTICLE VIII

INCORPORATOR

The name and address of the Incorporator for these Article of Incorporation is Karen Mayo, Port of Miami, 1015 North America Way, Suite 206, Miami, Florida 33132.

The undersigned Incorporator has executed these Articles of Incorporation this 6<sup>th</sup> day of August, 1996.

  
\_\_\_\_\_  
Karen Mayo, Incorporator

corp/custor:\s/docs/artincrp 802


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

Pursuant to the provisions of Section 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the Registered Agent/Office in the State of Florida.

1. The name of the corporation is Customs/Trade/Finance Symposium of the Americas, Inc.

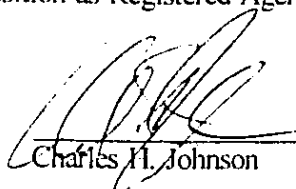
2. The name and address of the Registered Agent and Registered Office is:

Charles H. Johnson  
201 S. Biscayne Boulevard  
Miami Center, 10th Floor  
Miami, Florida 33131

  
Karen Mayo, Subscriber to the Articles  
of Incorporation

Date: 8-6-96

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated on this Certificate, I hereby accept 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.

  
Charles H. Johnson