

N9600005150

TODD A. STERZOY
Holland and Knight

(Requestor's Name)
315 South Calhoun Street Suite 600
(Address)
Tallahassee, Florida 32302
(City, State, Zip) (Phone #)

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OCT 12 12:50

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DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA

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

1. The Artistic Achievement Foundation, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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NEW FILINGS	
☒	Profit
☒	NonProfit
☐	Limited Liability
☐	Domestication
☐	Other

AMENDMENTS	
☐	Amendment
☐	Resignation of R.A., Officer/Director
☐	Change of Registered Agent
☐	Dissolution/Withdrawal
☐	Merger

OTHER FILINGS	
☐	Annual Report
☐	Fictitious Name
☐	Name Reservation

REGISTRATION/ QUALIFICATION	
☐	Foreign
☐	Limited Partnership
☐	Reinstatement
☐	Trademark
☐	Other

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Examiner's Initials nu

**ARTICLES OF INCORPORATION
OF
THE ARTISTIC ACHIEVEMENT FOUNDATION, INC.**

The undersigned, for purposes of forming a corporation not for profit under the laws of the State of Florida, hereby submits the following Articles of Incorporation.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name

The name of the corporation is **THE ARTISTIC ACHIEVEMENT FOUNDATION, INC.**

ARTICLE II

Address of Principal Office and Mailing Address

The address of the Corporation's initial principal office is 20241 NE 16th Place, Miami, Florida, 33179. The Corporation's initial mailing address is 20241 NE 16th Place, Miami, Florida, 33179.

ARTICLE III

Purpose

The Corporation is organized exclusively for such lawful and charitable, educational, literary, or scientific purposes, as will qualify it for exemption from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future United States Internal Revenue Law.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, unless such member, trustee, officer or other private person is itself an organization qualifying for exemption from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding section of any future United States Internal Revenue Law and except as reasonable compensation for services rendered or to make payments and distributions in furtherance of the purposes set forth in this Article II. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except to the extent permitted pursuant to an election made under Section 501(h) of the Internal Revenue Code of 1986), and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to 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 1986, or corresponding section 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 1986, or corresponding section of any future United States Internal Revenue Law.

ARTICLE IV

Election of Directors

The method of appointment or election of directors shall be stated in the Bylaws.

ARTICLE V

Board of Directors Authority

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 its Board of Directors which shall consist of no less than three individuals who are 18 years of age or older. The number of directors may be increased or decreased, from time to time, by amendment to the Bylaws, but the Corporation shall never have fewer directors than as prescribed by applicable Florida law at the time of said amendment.

ARTICLE VI

Initial Registered Office and Agent

The street address of the initial registered office of the corporation is 701 Brickell Avenue, 30th Floor, Miami, Florida, 33131 and the Corporation's initial registered agent at that address is INTRASTATE REGISTERED AGENT CORPORATION.

ARTICLE VII

Incorporator

The name and street address of the incorporator is Jorge L. Hernandez-Toraño, c/o Holland & Knight, 701 Brickell Avenue, Suite 3000, Miami, Florida 33131

ARTICLE VIII

Dissolution

In the event of the dissolution of the Corporation, the residual assets of the Corporation 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 United States Internal Revenue Law, as may be determined by the Board of Directors.

ARTICLE IX

Amendments

Until the appointment or election of the initial Board of Directors, these Articles of Incorporation may be amended, altered, changed or repealed by the Incorporator. After the appointment or election of the initial Board of Directors, these Articles of Incorporation may only be amended, changed or repealed by a majority of the Board of Directors.

ARTICLE X

Activities by Private Foundation

During any period the Corporation is a "private foundation" as defined in Section 509(a) of the Internal Revenue Code of 1986 or corresponding section of any future United States Internal Revenue Law, the Corporation shall not:

(a) Engage in any act of "self-dealing," as defined in Section 4941(d) of the Internal Revenue Code of 1986 or corresponding section of any future Internal Revenue Law, which would give rise to any liability for the tax imposed by Section 4941(a) of the Internal Revenue Code of 1986 or corresponding section of any future Internal Revenue Law;

(b) Retain any "excess business holdings," as defined in Section 4943(c) of the Internal Revenue Code of 1986 or corresponding section of any future Internal Revenue Law, which would give rise to any liability for the tax imposed by Section 4943(a) of the Internal Revenue Code of 1986 or corresponding section of any future Internal Revenue Law;

(c) Make any investment which would jeopardize the carrying out of any of its exempt purposes, within the meaning of Section 4944 of the Internal Revenue Code of 1986 or corresponding section of any future Internal Revenue Law, so as to give rise to any liability for the tax imposed by Section 4944(a) of the Internal Revenue Code of 1986 or corresponding section of any future Internal Revenue Law; and

(d) Make any "taxable expenditures," as defined in Section 4945(d) of the Internal Revenue Code of 1986 or corresponding section of any future Internal Revenue Law, which

would give rise to any liability for the tax imposed by Section 4945(a) of the Internal Revenue Code of 1986 or corresponding section of any future Internal Revenue Law.

During any period the Corporation is a "private foundation" as defined in Section 509 of the Internal Revenue Code of 1986 or corresponding section of any future Internal Revenue Law, the Corporation shall distribute, for the purposes specified in these Articles of Incorporation, for each taxable year, amounts at least sufficient to avoid liability for the tax imposed by Section 4942(a) of the Internal Revenue Code of 1986 or corresponding section of any future Internal Revenue Law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 7th day of October, 1996.

Jorge L. Hernandez-Toraño

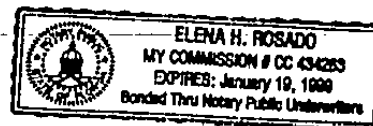
STATE OF FLORIDA

COUNTY OF DADE

The foregoing instrument was acknowledged before me this 7th day of October, 1996, by Jorge L. Hernandez-Toraño, who is personally known to me/~~has produced~~
~~_____ as identification.~~

(SEAL)

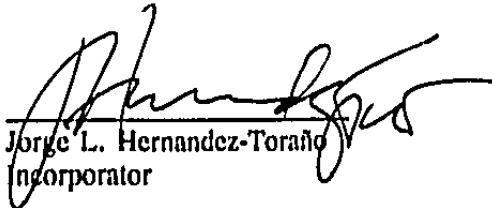
Elena H. Rosado
Printed/Typed Name: ELENA H. ROSADO
Notary Public-State of Florida
Commission Number:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 617.051, Florida Statutes, the following is submitted:

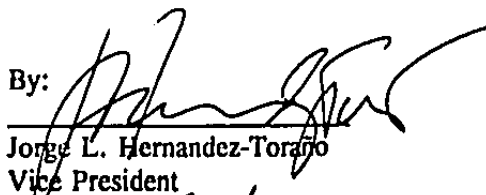
THE ARTISTIC ACHIEVEMENT FOUNDATION, INC., a Florida not for profit corporation, has designated INTRASTATE REGISTERED AGENT CORPORATION, located at 701 Brickell Avenue, Suite 3000, Miami, Florida, 33131, as its agent to accept service of process within Florida.


Jorge L. Hernandez-Torano
Incorporator

Dated: 10/7/96

Having been designated to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

**INTRASTATE REGISTERED AGENT
CORPORATION**

By: 
Jorge L. Hernandez-Torano
Vice President

Dated: 10/7/96

MIA3-417102.1

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N 96000005150

HOLLAND & KNIGHT

Requestor's Name

315 SOUTH CALHOUN STREET

Address

Tallahassee, Florida 32301

City/State/Zip

Phone #

224-7000

Office Use Only

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TALLAHASSEE, FLORIDA

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R.A. RESIGNATION
2/21/97
DR

Florida Department of State, FLORIDA

Secretary of State

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TALLAHASSEE, FLORIDA

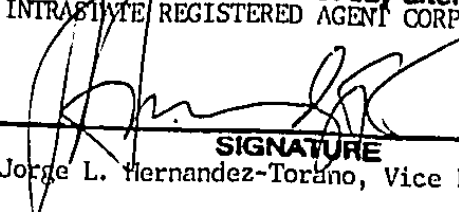
RESIGNATION OF REGISTERED AGENT

Pursuant to the provisions of sections 607.0502(2), 617.0502(2), 607.1509, or
617.1509, Florida Statutes, the undersigned, INTRASTATE REGISTERED AGENT CORPORATION
(name of registered agent)
hereby resigns as Registered Agent for THE ARTISTIC ACHIEVEMENT FOUNDATION, INC.
(name of corporation)

A copy of this resignation was mailed to the above listed corporation at its last known address.

The agency is terminated and the office discontinued on the 31st day after the date on which this statement is filed.

By:


SIGNATURE
Jorge L. Hernandez-Torano, Vice President

Date: February 19, 1997

FEE FOR FILING THIS DOCUMENT:
\$67.50-Active Corporation
\$35.00-Administratively Dissolved Corporation

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