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SPIEGELMAN AND SPIEGELMAN

ATTORNEYS AT LAW

1100 BAYNE BUILDING SUITE 420  
10 WEST FLAGLER STREET  
MIAMI, FLORIDA 33100

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 OCT 10 AM 10:29

MAX SPIEGELMAN  
ROBERT I. SPIEGELMAN

TELEPHONE (305) 371-2600  
TELEFAX (305) 374-3606

October 7, 1996

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\*\*\*\*122.50 \*\*\*\*122.50

SECRETARY OF STATE  
Department of State  
Bureau of Corporate Records  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: Miami High Football Hall of Fame, Inc.  
A Corporation Not for Profit

Gentlemen:

Please find enclosed herewith an original and one (1) copy of the Articles of Incorporation and Registered Agent form regarding the above-captioned.

Also enclosed herewith is check number 1085, in the amount of \$122.50, representing your charter fee in the amount of \$35.00; registered agent fee in the amount of \$35.00; and your fee for a certified copy of the Articles in the amount of \$52.50.

Please send us your acknowledgment and a certified copy of the Articles of Incorporation.

Thank you for your prompt attention to this matter.

Very truly yours,

SPIEGELMAN AND SPIEGELMAN

*Mickie R. Marino*

Mickie R. Marino, Secy. to  
MAX SPIEGELMAN, ESQ.

MRM  
Enclosures (as noted)

D. BROWN OCT 15 1996

FILED  
DIVISION OF REVENUE  
96 OCT 12 1963

ARTICLES OF INCORPORATION  
OF

MIAMI HIGH FOOTBALL HALL OF FAME, INC.  
(A Corporation Not for Profit)

We, the undersigned, with other persons being desirous of forming a corporation for charitable and philanthropic purposes, under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

ARTICLE I. NAME

The name of the corporation is MIAMI HIGH FOOTBALL HALL OF FAME, INC.

ARTICLE II. ADDRESS

The address of the principal office for said corporation is 7920 N.W. 67th Street, Miami, Florida, 33166, and the mailing address of the corporation is 7920 N.W. 67th Street, Miami, Florida, 33166.

ARTICLE III. PURPOSE OF THE BUSINESS

The general purpose of this corporation shall be to honor those individuals who by past performance have displayed admirable leadership and athletic qualities during and after their time of attendance at Miami Senior High School.

ARTICLE IV. QUALIFICATIONS OF MEMBERS

The membership of this corporation shall constitute all persons hereinafter named as subscribers and such other persons as, from time to time hereafter, may become members, in the manner provided in the By-Laws.

The method of election of directors shall be stated in the By-Laws.

**ARTICLE V. TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VI. SUBSCRIBERS**

The names and residences of the subscribers to these Articles are:

Leonard Booth	5831 S.W. 90th Court Miami, Florida 33173
Ronald K. Kirk	9065 S.W. 56th Terrace Miami, Florida 33173
Howard Kleinberg	14520 S.W. 79th Court Miami, Florida 33158
Charlie H. Matthews	6042 S.W. 85th Avenue Miami, Florida 33143
Larry Mero	13911 S.W. 97th Avenue Miami, Florida 33176
Rob Payan	6605 S.W. 55th Lane Miami, Florida 33155
Joe Walker	9310 S.W. 48th Court Miami, Florida 33165
Gail Wilson	12559 S.W. 144th Terrace Miami, Florida 33156

**ARTICLE VII. OFFICERS**

Section 1 - The officers of the corporation shall be a President, Vice-President, Secretary Treasurer, and such other officers as may be provided in the By-Laws.

Section 2 - The names of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors are:

President	Leonard Booth
Vice-President	Gail Wilson
Secretary Treasurer	Charles Matthews

Section 3 - The officers shall be elected at the annual meeting of the Board of Directors or as provided in the By-Laws.

#### ARTICLE VIII. LOCATION

The street address of the corporation and initial registered office is 7920 N.W. 67th Street, Miami, Florida, 33166, and the name of its initial registered agent at that address is Leonard Booth.

#### ARTICLE IX. DISTRIBUTION OF ASSETS UPON DISSOLUTION

No person, firm or corporation shall ever receive any dividends or profits from the undertaking of this corporation and upon dissolution of this corporation all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations which have qualified for exemption under Section 501(c)(3) of the Internal Revenue Code, under the federal government, or to a state or local government, for a public purpose, none of the assets will be distributed to any member, officer or trustee of this corporation.

#### ARTICLE X. AMENDMENTS

Section 1. These Articles of Incorporation may be amended at a special meeting of the membership called for that purpose, by a two-thirds (2/3) vote of those present.

Section 2. Amendments may also be made at a regular meeting of the membership upon notice given, as provided by the By-Laws, of intention to submit such amendments.

ARTICLE XI.

Any provision of these Articles shall not be inconsistent with Florida Statutes 617 or any other law, which limits in any manner, the corporate powers authorized pursuant to Florida Statutes 617.

IN WITNESS WHEREOF, we, the undersigned subscribing incorporators, have hereunto set our hands and seals this 2nd day of October, 1996, for the purpose of forming this Corporation not for profit under laws of the State of Florida.

Leonard Booth (SEAL) KNOWN PERSONALLY  
LEONARD BOOTH

Ronald K. Kirk (SEAL) KNOWN PERSONALLY  
RONALD K. KIRK K620-731-34-096

Howard Kleinberg (SEAL) KNOWN PERSONALLY  
HOWARD KLEINBERG

Charlie H. Matthews (SEAL) KNOWN PERSONALLY  
CHARLIE H. MATTHEWS

Larry Mero (SEAL) FL DL  
LARRY MERO M600-520-30-425  
11/23/90

Rob Payan (SEAL) FL DL  
ROB PAYAN P500-732-45-322  
7/2/95

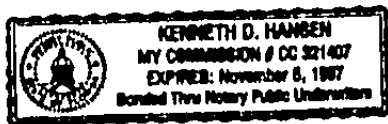
Joe Walker (SEAL) FL DL  
JOE WALKER W426-491-43-258  
7/19/93

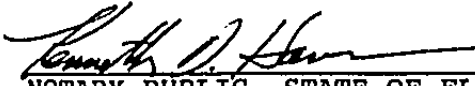
Gail H. Wilson (SEAL) KNOWN PERSONALLY  
GAIL WILSON

STATE OF FLORIDA     )  
                              ) SS.  
COUNTY OF DADE     )

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized in the State and County aforesaid to administer oaths and take acknowledgements, LEONARD BOOTH, who [✓] is personally known to me or [ ] has produced his \_\_\_\_\_, as identification, who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal at Miami, Dade County, Florida on this 2 day of October, 1996.

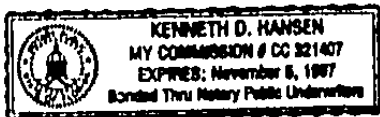


  
NOTARY PUBLIC, STATE OF FLORIDA  
AT LARGE  
Printed Name: Kenneth D. Hansen  
My Commission Number: CC 321407  
My Commission Expires: 11/5/97

STATE OF FLORIDA    )  
                          ) SS.  
COUNTY OF DADE     )

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized in the State and County aforesaid to administer oaths and take acknowledgements, RONALD K. KIRK, who [ ] is personally known to me or [ ✓ ] has produced his FL DL K620.731.34.096, as identification, who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal at Miami, Dade County, Florida on this 2 day of October, 1996.

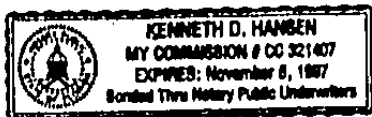



Kenneth D. Hansen  
NOTARY PUBLIC, STATE OF FLORIDA  
AT LARGE  
Printed Name: Kenneth D. Hansen  
My Commission Number: CC 321407  
My Commission Expires: 11/5/97

STATE OF FLORIDA     )  
                              ) SS.  
COUNTY OF DADE     )

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized in the State and County aforesaid to administer oaths and take acknowledgements, HOWARD KLEINBERG, who [ ☒ ] is personally known to me or [     ] has produced his \_\_\_\_\_, as identification, who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal at Miami, Dade County, Florida on this   2   day of October, 1996.



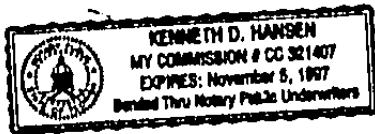
  
\_\_\_\_\_  
NOTARY PUBLIC, STATE OF FLORIDA  
AT LARGE  
Printed Name: Kenneth D. Hansen  
My Commission Number: CC 321407  
My Commission Expires: 11/5/97

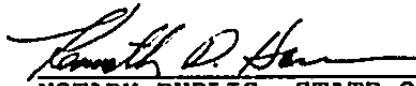


STATE OF FLORIDA     )  
                              ) SS.  
COUNTY OF DADE     )

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized in the State and County aforesaid to administer oaths and take acknowledgements, CHARLES H. MATTHEWS, who [✓] is personally known to me or [ ] has produced his \_\_\_\_\_, as identification, who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal at Miami, Dade County, Florida on this 2 day of October, 1996.

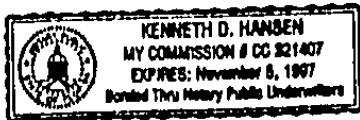


  
\_\_\_\_\_  
NOTARY PUBLIC, STATE OF FLORIDA  
AT LARGE  
Printed Name: Kenneth D. Hansen  
My Commission Number: CC 321407  
My Commission Expires: 11/5/97

STATE OF FLORIDA     )  
                              ) SS.  
COUNTY OF DADE     )

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized in the State and County aforesaid to administer oaths and take acknowledgements, LARRY MERO, who [ ] is personally known to me or [ ✓ ] has produced his FL DL N600.520.30.425, as identification, who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal at Miami, Dade County, Florida on this 2 day of October, 1996.

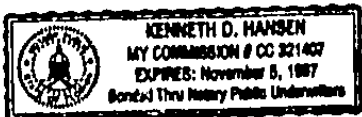


Kenneth D. Hansen  
NOTARY PUBLIC, STATE OF FLORIDA  
AT LARGE  
Printed Name: Kenneth D. Hansen  
My Commission Number: CC 321407  
My Commission Expires: 11/5/97

STATE OF FLORIDA    )  
                              ) SS.  
COUNTY OF DADE     )

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized in the State and County aforesaid to administer oaths and take acknowledgements, ROB PAYAN, who [ ] is personally known to me or [ — ] has produced his FD DL P500.732.45.32 ~, as identification, who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal at Miami, Dade County, Florida on this 2 day of October, 1996.

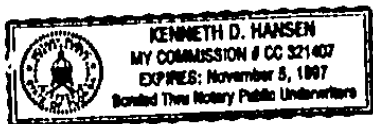



Kenneth D. Hansen  
NOTARY PUBLIC, STATE OF FLORIDA  
AT LARGE  
Printed Name: Kenneth D. Hansen  
My Commission Number: CG 321407  
My Commission Expires: 11/5/97

STATE OF FLORIDA     )  
                              ) SS.  
COUNTY OF DADE        )

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized in the State and County aforesaid to administer oaths and take acknowledgements, JOE WALKER, who [ ] is personally known to me or [ ✓ ] has produced his FL DL W426-481-43-258, as identification, who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal at Miami, Dade County, Florida on this 2 day of October, 1996.




  
NOTARY PUBLIC, STATE OF FLORIDA  
AT LARGE  
Printed Name: Kenneth D. Hansen  
My Commission Number: CC 321407  
My Commission Expires: 11/5/97

STATE OF FLORIDA     )  
                              ) SS.  
COUNTY OF DADE       )

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized in the State and County aforesaid to administer oaths and take acknowledgements, GAIL WILSON, who [✓] is personally known to me or [     ] has produced her \_\_\_\_\_, as identification, who executed the foregoing Articles of Incorporation, and acknowledged before me that she executed the same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal at Miami, Dade County, Florida on this 2 day of October, 1996.



  
NOTARY PUBLIC, STATE OF FLORIDA  
AT LARGE  
Printed Name: Kenneth D. Hansen  
My Commission Number: cc 321407  
My Commission Expires: 11/5/97

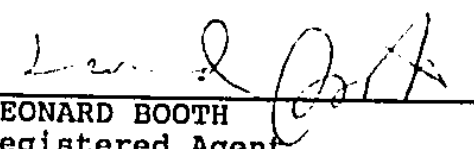
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the  
following is submitted, in compliance with said Act:

First -- That MIAMI HIGH FOOTBALL HALL OF FAME, INC.  
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  
Leonard Booth located at 7920 N.W. 67th Street, 33166, City of  
Miami, County of Dade, State of Florida, as its agent to accept  
service of process within this State.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)  
Having been named to accept service of process for the above stated  
corporation, at place designated in this certificate, I hereby  
accept to act in this capacity, and agree to comply with the  
provision of said Act relative to keeping open said office.

By:

  
LEONARD BOOTH  
Registered Agent

96 OCT 10 PM 10:29

CLERK OF SUPERIOR COURT