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**WELLER & LOSNER**

Attorneys at Law  
65 N.W. 16th Street  
Homestead, Florida 33030

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JAN 11 AM 9:51

THOMAS R. WELLER  
STEVEN D. LOSNER

Telephone: (305) 247-2522  
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January 7, 1999

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Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

**Re: The United Property Owners and Friends of the 8.5 Square Mile Area, Inc.**

Dear Sir/Madam:

Enclosed please find the original and one (1) copy of the Articles of Incorporation for the above referenced corporation, together with a check in the amount of \$87.50 representing your filing fee and fee for a certified copy. Accordingly, a self-addressed, stamped envelope has been provided for your convenience in returning the certified copy to my office.

Should you have any questions, please do not hesitate to call me.

Very truly yours,

  
Steven D. Losner

SDL/tao  
encl

D. BROWN JAN 13 1999

**NON-PROFIT ARTICLES OF INCORPORATION  
OF  
THE UNITED PROPERTY OWNERS AND  
FRIENDS OF THE 8.5 SQUARE MILE AREA, INC.**

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The undersigned, desiring to form a corporation under and pursuant to the laws of the State of Florida, for the purposes hereinafter stated, hereby make, subscribe and acknowledge before a notary public and file with the Secretary of State of Florida, these Articles of Incorporation, as follows:

**I. NAME**

The name of this corporation shall be **THE UNITED PROPERTY OWNERS AND FRIENDS OF THE 8.5 SQUARE MILE AREA, INC.**

**II. DURATION**

The term of existence of this corporation is perpetual, from the date hereof.

**III. STATUS**

The corporation is a not-for-profit corporation.

**IV. AUTHORIZATION**

This corporation shall be governed according to the laws promulgated under Chapter 617 of the Florida Statutes.

**V. PURPOSE OF BUSINESS**

The purposes for which this Corporation is formed are:

A. To educate the voting public, its elected representatives and other organizations of the issues affecting the lives of livelihood of the Citizenry of Miami-Dade County in the State of Florida and to provide support for such issues and candidates, who, by the will of this Corporation and its members they wish to support.

B. To take any other action which is allowed under the laws of the State of Florida and those in the United States of America for non profit corporations.

VI. **INITIAL REGISTERED OFFICE AND AGENT**

The address of the initial registered office of this corporation is located at 65 N.W. 16th Street, Homestead, Florida 33030, and the name of the initial registered agent of this corporation at this address is STEVEN D. LOSNER.

VII. **DIRECTORS**

This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than three (3). The names and addresses of the initial Board of Directors of this corporation are:

<u>Name</u>	<u>Address</u>
Ibel Aguilera	15621 S.W. 209th Avenue Miami, Florida 33187
Madeleine Fortin	21800 S.W. 152nd Street Miami, Florida 33187
Julia Yapell	20750 S.W. 136th Street Miami, Florida 33196

The directors named in these Articles of Incorporation as the first Board of Directors shall hold office until the first annual meeting of the members, at which an election of directors shall be held. Thereafter the term of office of each director shall be one (1) year and until the qualification of a successor in office of such director.

VIII. **MANAGEMENT, PRINCIPAL OFFICE AND MAILING ADDRESS**

The affairs of the corporation shall be managed by a president, vice president, secretary and a treasurer, and such additional and assistant officers as shall be provided for in the By-Laws, under the supervision of the Board of Directors. The officers shall be elected by the Board of Directors, or as provided in the By-Laws. The officers shall serve for a period of one (1) year or until their successors are elected or appointed.

The principal office of this corporation shall be initially located at 20750 S.W. 136th Street, Miami, Florida 33196 and the initial mailing address shall be 19780 S.W. 177th Avenue, #106, Miami, Florida 33187.

IX. **INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is:

Steven D. Losner  
65 N.W. 16th Street  
Homestead, Florida 33030

X. **MEMBERS**

The members of this corporation shall consist of the initial directors named herein and such other persons as are approved for membership by the Board of Directors as provided in the By-Laws.

XI. **BOARD OF DIRECTORS**

The Board of Directors shall be a self perpetuating body whose members shall be chosen only from among the members of this corporation. In the event any vacancy shall occur because of death, resignation, incapacity to act, or removal of a director, the then remaining directors, shall, within a reasonable time, fill the vacancy, or vacancies.

XII. **INDEMNIFICATION**

This corporation shall indemnify any of its agents, officers or directors to the full extent permitted by law.

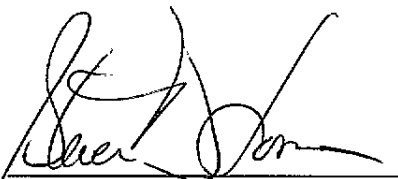
XIII. **BY-LAWS**

In furtherance and not in limitation of the powers conferred by the laws of the State of Florida, the Board of Directors are hereby authorized to adopt, alter, amend or repeal By-Laws at their pleasure, so long as such By-Laws are in accordance with the laws of the State of Florida and the Code.

XIV. **AMENDMENTS**

This corporation reserves the right to amend, alter, change or repeal any provision contained herein in the manner now or hereafter prescribed by law, and all rights conferred on members herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal,  
this 7<sup>th</sup> day of January 1999.



Steven D. Losner, Incorporator

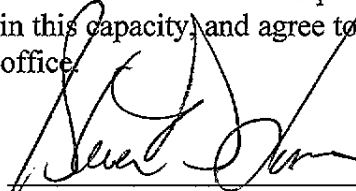
### RESIDENT AGENT CERTIFICATE

In pursuance of Chapter 48.901, Florida Statutes, the following is submitted in compliance with said Act:

First: That THE UNITED PROPERTY OWNERS AND FRIENDS OF THE 8.5 SQUARE MILE AREA, INC., desiring to organize under the laws of the State of Florida, with its initial office, as indicated in the Articles of Incorporation, in the City of Miami, County of Miami-Dade, State of Florida, has named STEVEN D. LOSNER as its agent to accept service of process within this state.

### ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



Steven D. Losner, Resident Agent

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