

N99000005611

TRANSMITTAL LETTER

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

900002989469--8
-09/17/99--01023--004
*****78.75 *****78.75

SUBJECT: South Dade Transportation Improvement Corporation
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: TV Harris
Name (Printed or typed)

200 S. Biscayne Boulevard, #850
Address

Miami, FL 33131
City, State & Zip

(305) 377-6227
Daytime Telephone number

99 SEP 17 PM 5:27
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

6 GULLION CASE SEP 21 1999

ARTICLES OF INCORPORATION
OF
SOUTH DADE TRANSPORTATION IMPROVEMENT CORPORATION

We, the undersigned, being desirous of forming a corporation for the public purposes of promoting and developing transportation improvements pursuant to Chapter 617, Florida Statutes, Laws of Florida, and each being at least 18 years of age and a qualified Florida elector, do hereby recite the following:

ARTICLE I

NAME OF CORPORATION

The name of the corporation shall be South Dade Transportation Improvement Corporation with principal place of business located at 24420 S. Dixie Highway, Princeton, Florida 33032.

ARTICLE II

ADDRESS OF CORPORATION

The principal place of business is located at 24420 S. Dixie Highway, Princeton, Florida 33032.

ARTICLE III

PURPOSE

This is a Florida Corporation for the purpose of acting on behalf of promoting, constructing and improving an exclusive Busway lane and related improvements thereof, to an existing transportation facility on the State highway system (hereinafter referred to as the "Project"):

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SIGNATURE OF STATE
TALLAHASSEE, FLORIDA

A premium transit facility to be located adjacent to U.S.
#1/State Road #5 in southwest Dade County extending
from SW 200th Street to SW 344th Street.

Project Nos.: WPI 6114311, WPI 6114352,
WPI 6114353, WPI 6810309

This corporation shall exist, commencing upon the filing with the Florida
Department of State, and shall continue until dissolved as herein provided.

ARTICLE IV

MEMBERS

The only members of this corporation shall be its Directors named herein, or their
successors in office.

ARTICLE V

REGISTERED AGENT

The name of the initial registered agent and the street address of the initial
registered office are: Mr. Rene Infante, 24420 S. Dixie Highway, Princeton, Florida
33032.

ARTICLE VI

DIRECTORS

The affairs of the corporation shall be managed by a Board of Directors consisting
of not less than three persons. The initial members of the Board of Directors are as
follows:

Mr. Guarione Diaz
1223 S.W. 4th Street
Miami, Florida 33135

Mr. Charles McKinnon
24420 S. Dixie Hwy, Suite 100
Miami, Florida 33032

Mr. Raul Masvidal
2151 LeJeune Road
Coral Gables, Florida 33134

Mr. Rene Infante
24420 S. Dixie Highway
Princeton, Florida 33032
Mr. O'Neil McGrew
13990 S.W. 264th Street
Miami, Florida 33032

Directors may be removed from office and replaced by a majority vote of the Board of Directors, and shall serve without compensation except for reimbursement of actual expenses incurred in the performance of their duties pursuant to Section 112.061, Florida Statutes, as may be amended from time to time.

ARTICLE VII

INCORPORATOR

The names and addresses of the initial incorporator hereof are:

Mr. Rene Infante
24420 S. Dixie Highway
Princeton, Florida 33032

ARTICLE VIII

BY-LAWS

The members of the Board of Directors of the corporation shall adopt initial By-Laws for the conduct of the corporation's business and the carrying out of its purposes as they deem necessary or desirable and as approved by the Department. Upon proper notice, the By-Laws may be amended, altered, or repealed by a majority vote of those members of the Board of Directors present at any regular meeting or at any special meeting called for that purpose.

ARTICLE IX

AMENDMENTS

The Articles of Incorporation of this corporation may be amended by a majority of the members of the corporation at any annual meeting or at any special meeting called for that purpose.

ARTICLE X

NON-PROFIT STATUS

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, officers, or other private persons or interest, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of the corporation. No substantial part of the activities of the corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation (except as otherwise provided in Section 501(h) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law), and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision in these Articles, the corporation shall not carry on any other 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 the corresponding provision 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 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE XI

DISSOLUTION

(a) Whenever the Board of Directors of the corporation determines by resolution that the purposes for which the corporation has been formed have been substantially completed and all obligations of the corporation have been fully paid, the members of the Board shall thereupon dissolve the corporation as provided by law; or


(b) Any dissolution shall be subject to the constitution and laws of the State of Florida regarding the impairment of any contracts entered into by the corporation; or

ARTICLE XII

MISCELLANEOUS

The initial fiscal year of the corporation shall begin upon commencement of existence, and end on June 30, 1999; thereafter, each fiscal year of the corporation shall begin on July 1st and end on the following June 30th.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and seal this 2ND day of SEPTEMBER, 1999, for the purpose of forming this corporation not-for-profit under the laws of the State of Florida.



RENE INFANTE

(Seal)

STATE OF FLORIDA

COUNTY OF DADE

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgements, personally appeared Rene Infante, to me known to be the person described in and who executed the foregoing instrument and acknowledged before me that they executed same.

WITNESS my signature and official seal in the county and state aforesaid this 2ND day of SEPTEMBER, 1999.



NOTARY PUBLIC

My Commission Expires:



ACKNOWLEDGMENT OF REGISTERED AGENT

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 provision of said Act relative to keeping open said office.

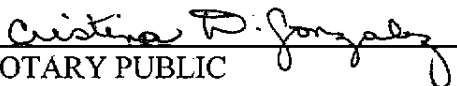

(Registered Agent)

STATE OF FLORIDA

COUNTY OF DADE

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgements, personally appeared Rene Infante to me known to be the person described in and who executed the foregoing instrument and acknowledged before me that he executed same.

WITNESS my signature and official seal in the county and state aforesaid this 2ND day of September, 1999.


NOTARY PUBLIC

My Commission Expires:



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TALLAHASSEE, FLORIDA