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#### ARTICLES OF INCORPORATION

OF

#### GREATER MIAMI OFFICIALS ASSOCIATION, INC

# ARTICLE I

The name of the Corporation is: Greater Miami Officials Association, Inc.

Principal Office: 1925 NW 114<sup>th</sup> Street Miami, Florida 33167

# ARTIÇLE II

The Corporation may engage or transact in any or all activity or business permitted under laws of the United States and the State of Florida. The corporation shall exist perpetually.

## ARTICLE III

### CAPITAL STOCK

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of One Hundred (100) shares of One-Dollar (\$1) par value common stock, which shall be designated "Common Shares." The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

### ARTICLE IV

#### CUMULATIVE VOTING

At each election for directors, every holder of the capital stock (or voting stock, if there is more than one class and one class is nonvoting) shall have the right to vote, in person or by proxy, the number of shares registered in his name for as many persons as there are directors to be elected and for whose election he has a right to vote, or to cumulate his votes by giving one candidate as many votes as the number of such directors multiplied by the number of his shares shall equal, or by distributing such votes on the same principle among any number of such candidates. Notice must be given by any shareholder to the President and the Vice-president of the Corporation, not less than twenty-four (24) hours prior to the time set for the holding of a shareholders meeting for the election of directors, that such shareholders intend to cumulate his vote at said election.

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#### ARTICLE VIII

#### INITIAL BOARD OF DIRECTOR(S)

The Corporation shall have one (1) director(s) initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be fewer than one (1). The name(s) and address(es) of the initial directors of the Corporation is(are):

# Name(s)

# Address (es)

Juanita McMillan

1925 NW 114<sup>th</sup> Street Miami, Florida 33167

# ARTICLE IX

# INITIAL OFFICER(S)

The name(s) and title(s) of the initial Officers of the Corporation is(are):

Juanita McMillan (President)

# ARTICLE X

# INITIAL SHÅREHOLDER(S)

The name(s) of the initial stockholder(s) of the Corporation as well as their respective shares is(are):

Name(s)
Juanita McMillan

Share(s)

## ARTICLE XI

#### SPECIAL VOTE REQUIREMENTS

The following acts of the Corporation shall not be performed without the written consent of affirmative vote of two-thirds (2/3) of the issued and outstanding common stock of Corporation:

- amendment of the Articles of Incorporation
- amendment of the Bylaws of the Corporation
- increase of the capital stock of the Corporation voluntary bankruptcy of the Corporation (3)
- (4)
- dissolution of the Corporation (5)
- (6) change in preemptive rights in the corporate stock
- abolition of cumulative voting (7)

## ARTICLE XII

#### INCORPORATOR

The name and address of the incorporator executing these Articles of Incorporation is:

INCORPORATOR:

ADDRESS:

Juanita McMillan

1925 NW 114<sup>th</sup> Street Miami, Florida 33167

Incorporator

Personally appeared before me, the undersigned authority, who signed the foregoing Affidavit in my presence and who being by me first duly sworn, deposes and says that he/she knows the contents of said Affidavit.

Witness my hand and official seal at 1925 NIN 11474 ST this 17 day of MW , 2006. MIAMI, FL 33167

Name of Notary Public My commission expires: Notary

AffiaNd Known x Produced I.D. Type of ID. Florida Driver License

RONALD E. MAIGE lotary Public - State of Florida VCommisionBiptiesMay29,2006 Commission # DD306209 Bonded By National Notary Astr