

P16000073023

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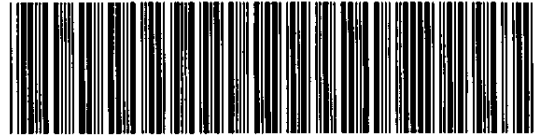
(Business Entity Name)

(Document Number)

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2016 AUG 29 AM 7:10
CLERK OF COURT
TALLAHASSEE, FLORIDA

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COVER LETTER

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

SUBJECT: Miami Venture Capital Association, Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

☒ \$70.00 ☐ \$78.75
Filing Fee Filing Fee
 & Certificate of Status

☐ \$78.75 ☐ \$87.50
Filing Fee Filing Fee,
& Certified Copy Certified Copy
 & Certificate of
 Status

ADDITIONAL COPY REQUIRED

FROM: Jessica Shraybman
Name (Printed or typed)

1395 Brickell Ave., Ste. 800
Address

Miami, FL 33131
City, State & Zip

786.508.2020
Daytime Telephone number

jessica@salmonlegal.com
E-mail address: (to be used for future annual report notification)

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

ARTICLES OF INCORPORATION
OF
MIAMI VENTURE CAPITAL ASSOCIATION, INC.

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TALLAHASSEE, FLORIDA
39

ARTICLE 1
Name

The name of the corporation is:

MIAMI VENTURE CAPITAL ASSOCIATION, INC. (hereinafter referred to as the "Corporation").

ARTICLE 2
Principal Office

The Corporation has a principal office. The street address is:

9155 S. Dadeland Blvd., Ste. 1002, Miami, FL 33156

ARTICLE 3
Purpose

The purpose of the Corporation is to engage in any and all lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

ARTICLE 4
Authorized Shares

The aggregate number of shares which the Corporation is authorized to issue is 100 shares of capital stock, all of which shall be designated "Common Stock" and have a par value of \$0.0001 per share.

ARTICLE 5
Board of Directors

(a) The business and affairs of this Corporation shall be managed by and under the direction of its Board of Directors. The directors of the Corporation shall be elected or appointed at each annual meeting to hold office until the next annual meeting. Each director, including a director elected or appointed to fill a vacancy, shall hold office until her or his successor is elected or appointed, or until her or his earlier resignation or removal. Elections of directors need not be by written ballot unless otherwise provided in the Bylaws of the Corporation.

(b) The name and address of the initial director is:

Brian Bernstein:	9155 S. Dadeland Blvd.
Director	Ste. 1002
	Miami, FL 33156

ARTICLE 6
Registered Agent

The name and street address of the initial registered agent is:

Salmon Legal Group, PL: 1395 Brickell Ave.
Ste. 800
Miami, FL 33131

ARTICLE 7
Bylaws

The Bylaws of the Corporation shall be made, altered, or rescinded by a majority vote of the Board of Directors.

ARTICLE 8
Duration

The Corporation shall exist perpetually.

ARTICLE 9
Amendment

A majority vote of the Board of Directors can amend the Articles of Incorporation.

ARTICLE 11
Indemnification

The Corporation does indemnify any directors, officers, employees, incorporators, and members of the corporation from any liability regarding the corporation and the affairs of the corporation, unless the person fraudulently and intentionally violated the law and/or maliciously conducted acts to damage and/or defraud the corporation, or as otherwise provided under applicable statute.

ARTICLE 12
Forum

Unless the Corporation consents in writing to the selection of an alternative forum, the State of Florida shall be the sole and exclusive forum for (A) any derivative action or proceeding brought on behalf of the Corporation, (B) any action or proceeding asserting a claim of breach of a fiduciary duty owed by any director or officer of the Corporation to the Corporation or the Corporation's stockholders, (C) any action or proceeding asserting a claim against the Corporation arising pursuant to any provision of the Florida Business Corporation Act or the Corporation's Bylaws, or (D) any action or proceeding asserting a claim against the Corporation governed by the internal affairs doctrine.

ARTICLE 13
Incorporator

The name and address of the Incorporator is:

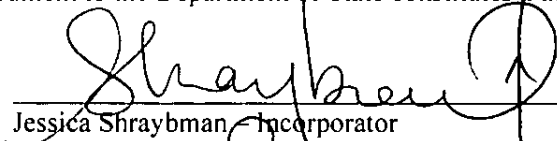
Jessica Shraybman: 1395 Brickell Ave.
Ste. 800
Miami, FL 33131

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Jessica Shraybman, Salmon Legal Group, PL – Registered Agent

08/24/2016
Date

IN WITNESS WHEREOF, I submit this document and affirm that the facts stated herein are true. I am aware that the false information in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.


Jessica Shraybman – Incorporator

08/24/2016
Date

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2016 AUG 29 AM 7:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA