

ARTICLES OF INCORPORATION

OF

THE NORTH MIAMI MUSEUM AND ART CENTER, INC.
(A Florida Corporation Not For Profit)

FILED
AUG 19 10 00 AM '81
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1.

The name of the Corporation is: THE NORTH MIAMI MUSEUM AND ART CENTER, INC.

ARTICLE 2.

The term of existence of the Corporation is perpetual.

ARTICLE 3.

The purposes for which the Corporation is organized are:

- a. To sponsor and promote exhibits, special events, functions and activities for the benefit of the public.
- b. To further the development of the North Miami Museum.
- c. To conduct classes in the visual arts.
- d. To do all things as may be permitted in the running of an institution engaged in the display and teaching of art.

ARTICLE 4.

There shall be seven (7) members of the initial Board of Trustees of the Corporation. The names and Addresses of the individuals who are to serve as Directors until the first election thereof are as follows:

<u>NAME</u>	<u>ADDRESS</u>
LOU ANNE COLODNY	13155 Biscayne Bay Terrace North Miami, Florida
RICHARD SHACK	1174 N.E. 110th Street Miami Shores, Florida
PEGGY HURST	12811 Griffing Boulevard North Miami, Florida
BARNEY SHIRLEY	1545 N.E. 140th Street North Miami, Florida
DOROTHY BLAU	1086 Kane Concourse Bay Harbour Islands, Florida
PAUL FASKE	12435 Keystone Island Drive North Miami, Florida 33181
SHEILA TISCHENKEL	12455 Keystone Island Drive North Miami, Florida 33181
*ROBERT LANHAM (ex-officio member)	830 N.W. 135th Street North Miami, Florida

ARTICLE 5.

The affairs of the Corporation are to be managed by a Chairman, Vice Chairman, Secretary and Treasurer. Such Officers will be elected annually on the 2nd Wednesday of every September or at such time as may be established by the By-Laws. The names of the persons who are to serve as Officers until the first election of Officers under these Articles of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
PEGGY HURST, Chairman	12811 Griffing Boulevard North Miami, Florida
LOU ANNE COLODNY, Vice Chairman	13155 Biscayne Bay Terrace North Miami, Florida
PAUL FASKE, Treasurer	12435 Keystone Island Driv North Miami, Florida

ARTICLE 6.

The Corporation shall have Members. Members of the Corporation will be required to meet the following qualifications: Payment of a fee to be determined by the Board of Trustees. Individuals who meet such qualification will be admitted in the following manner: Upon payment of the fee to be determined, persons paying such fee will become a member of the corporation.

ARTICLE 7.

The By-Laws of the Corporation are to be made, altered, or rescinded by the Directors of the Corporation.

ARTICLE 8.

These Articles of Incorporation may be amended by the act of the Directors of the Corporation. Such amendments may be proposed and adopted in the manner provided in the By-Laws of the Corporation.

ARTICLE 9.

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

<u>NAME</u>	<u>ADDRESS</u>
LOU ANNE COLODNY	13155 Biscayne Bay Terrace North Miami, Florida 33181
RICHARD SHACK	1174 N.E. 110th Street Miami Shores, Florida

<u>NAME</u>	<u>ADDRESS</u>
PEGGY HURST	13811 Griffing Boulevard North Miami Florida
BARNEY SHIRLEY	1545 N.E. 140th Street North Miami, Florida
DOROTHY BLAU	1086 Kane Concourse Bay Harbor Islands , Florida
PAUL FASKE	12435 Keystone Island Drive North Miami, Florida
SHELIA TISCHENKEL	12455 Keystone Island Drive North Miami, Florida
ROBERT LANHAM (Ex-Officio)	830 N.W. 135th Street North Miami, Florida

ARTICLE 10

The Board of Directors, herein referred to as Trustees, will be selected according to the provisions of Ordinance No. 768, Sec. of the City Council of North Miami.

ARTICLE 11.

The terms of office of the original Trustees shall be determined in accordance with the provisions of Ordinance No. 768, Section 1, of the City Council of North Miami.

ARTICLE 12.

After the terms of the original Trustees have expired all Trustees shall serve for a term of four (4) years.

ARTICLE 13.

A Trustee shall serve no more than one (1) four year term. A Trustee who has initially served 1 term of 2 years may be reappointed to serve a full four (4) year term. A Trustee may be reappointed after a two (2) year interim.

ARTICLE 14.

Any Trustee may be removed by a majority of the City Council after the Board has had an opportunity to express its position on such removal to the Council.

IN WITNESS WHEREOF, we have subscribed our names this 9 day of April, 1981.

Lou Anne Colodny
LOU ANNE COLODNY

Peggy Hurst
PEGGY HURST

Paul Faske
PAUL FASKE

Richard Shack
RICHARD SHACK

Barney Shirley
BARNEY SHIRLEY

Dorothy Blau
DOROTHY BLAU

Sheila Tischenk
SHEILA TISCHENKEL

STATE OF FLORIDA)
 :SS
COUNTY OF DADE)

On this 9 day of April, 1981, before me appeared the initial subscribers and directors of THE NORTH MIAMI MUSEUM AND ART CENTER, INC., known to me to be the persons whose names are subscribed to the within instrument, and they acknowledged that they have executed the same for the purposes therein contained.

Doreen S. Bechtel
NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:

NOTARY PUBLIC, STATE OF FLORIDA AT LARGE
MY COMMISSION EXPIRES NOV. 30, 1983
BONDED THROUGH MUROSKI-ASHTON, INC.

STATE OF FLORIDA
DEPARTMENT OF STATE

FILED
AUG 19 19 00 1954

Certificate Designating Place of Business or Domicile, for the Service of Process Within This State, Naming Agent Upon Whom Process May Be Served and Names and Addresses of the Officers and Directors.

The following is submitted, in compliance with Chapter 48.091, Florida Statutes:

THE NORTH MIAMI MUSEUM AND ART CENTER, INC.

a corporation organized (or organizing) under the laws of the State of Florida with its principal office at 12340 N. E. 8th Avenue in the city of North Miami, County of Dade State of Florida, has named PEGGY HURST, located at 12811 Griffing Boulevard, (Street address & Number of Bldg., P.O. Box address not acceptable) City of North Miami, County of Dade State of Florida, as its agent to accept service of process within this state,

~~TRUSTEES AND DIRECTORS:~~ TRUSTEES AND DIRECTORS:

NAME	TITLE	SPECIFIC ADDRESS
<u>Lou Anne Colodny</u>		<u>13155 Biscayne Bay Terr., No. Miami, Fla.</u>
<u>Richard Shack</u>		<u>1174 N. E. 110th St., Miami Shores, Fla.</u>
<u>Peggy Hurst</u>		<u>12811 Griffing Blvd. No. Miami, Fla.</u>
<u>Barney Shirley</u>		<u>1545 N. E. 140th St., No. Miami, Fla.</u>

~~DIRECTORS~~

TRUSTEES AND DIRECTORS (cont'd):

	SPECIFIC ADDRESS
<u>Dorothy Blau</u>	<u>1086 Kane Concourse, Bay Harbour Islands, Fl</u>
<u>Paul Faske</u>	<u>12435 Keystone Island Dr. No. Miami, Fla.</u>
<u>Sheila Tischenkel</u>	<u>12455 Keystone Island Dr. No. Miami, Fla.</u>
<u>Robert Lanham (ex-officio member)</u>	<u>830 N. W. 135th St., No. Miami, Fla.</u>

(corporate officer)

ACCEPTANCE:

I agree as Resident Agent to accept Service of Process: to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by Law.

Peggy Hurst

ARTICLES OF AMENDMENT OF
ARTICLES OF INCORPORATION OF
THE NORTH MIAMI MUSEUM AND ART CENTER, INC.,
a nonprofit corporation

The Undersigned are the President and Secretary, respectively, of The North Miami Museum and Art Center, Inc., and desire to amend the Articles of Incorporation of the Corporation as prescribed under Section 617.1002 of the Corporations Not for Profit laws of the Florida Statutes.

1. The Corporation was organized on Aug. 19, 1981 bearing document number 759684.

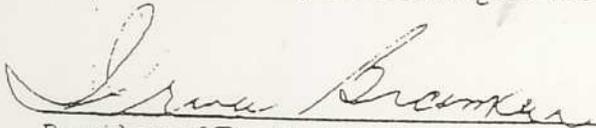
2. On December 9, 1996, a meeting of the board of directors of The North Miami Museum and Art Center, Inc. was held at Joan Lehman Building, 770 NE 125 St., N. Miami, FL 33161. At the meeting, the following resolution was adopted by the board of directors:

unanimously

There are no members entitled to vote on the amendment

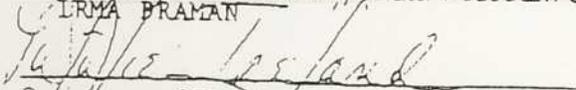
Resolved, that the name of the corporation be changed from The North Miami Museum and Art Center, Inc. to the MUSEUM OF CONTEMPORARY ART, INC.

3. Executed by the undersigned at North Miami, FL on Jan. 13, 1997.



President of The North Miami Museum and Art Center, Inc.

IRMA BRAMAN



Secretary of The North Miami Museum and Art Center, Inc.

NATALIE IRELAND

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 JAN 21, PM 3:38

FILED