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2015 JUL -7 AM 9:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Handwritten notes:*  
ACCS  
7/10/15

June 30, 2015

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

Re: Florida Not for Profit Corporation Articles of Incorporation

Dear Sir/Madam:

Enclosed is an original and one copy of the Articles of Incorporation for Medical and Education Foundation, Inc. Also enclosed is a cashier's check in the amount of \$87.50, payable to the Department of State for filing fee, certified copy, and certificate. Additionally, the Certificate of Designation of Registered Agent is appended to the articles.

Please return a certified copy of the articles to the undersigned.

Sincerely,



Charles Oduor  
5335 Tildens Grove Blvd.  
Windermere, Florida 34786

Enclosures

**ARTICLES OF INCORPORATION  
OF  
MEDICAL AND EDUCATION FOUNDATION, INC.**

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TALLAHASSEE FLORIDA

ARTICLE I: NAME OF THE CORPORATION

The name of the corporation shall be: Medical and Education Foundation, Inc.

ARTICLE II: PRINCIPAL OFFICE

The principal office of the corporation shall be: 5335 Tildens Grove Blvd., Windermere, Florida 34786; and the mailing address shall be: P.O. Box 691147, Orlando, Florida 32869.

ARTICLE III: PURPOSE

The Corporation is formed for, and its activities shall be limited to, charitable, scientific, educational, literary and cultural purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. More specifically, the charitable purposes for which the Corporation shall be devoted are to receive donations of equipment, supplies and resources; and gifts of money and/or property and/or grants and distribute them over to qualified individuals and other tax-exempt organizations for charitable, scientific, educational, literary and cultural purposes in accordance with the relevant provisions of Section 501(c)(3) of the Code, these Articles of Incorporation, and the By-laws of the Corporation.

ARTICLE IV: MANNER OF ELECTION

The conduct and management of the affairs of the Corporation are vested in its governing Board of Directors. The number of Directors shall be no less than three and no more than seven, as the Directors may decide from time to time. As further provided in the By-laws of the Corporation, the Directors annually shall be nominated by the nominating committee of the Board of Directors and elected by the Directors and shall hold office for their respective terms, unless prior thereto, they shall resign, die or be removed from office.

ARTICLE V: RIGHTS, POWERS AND PRIVILEGES

In furtherance of the Corporation's purposes, and not for any other purposes, the Corporation shall have and may exercise all of the rights, powers and privileges authorized under Chapter 617, Florida Statutes, as amended, supplemented and succeeded; provided, however, it is the intention of the Corporation at all times to qualify and remain as exempt from income tax under Section 501(c)(3) of the Code.

Accordingly, no part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its Directors, officers, or other private persons, 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 exempt purposes of the Corporation.

No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not engage in any activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Code, or exercise any powers that are not in furtherance of the purposes of the Corporation.

To the extent permitted under section 501(c)(3) of the Code, and to do everything necessary or convenient for the accomplishment of the purpose of the Corporation, and to do all other things incidental thereto or connected therewith that are not prohibited by law, and to carry out said purposes in any state, territory, district or possession of the United States or in any foreign country, to the extent not prohibited by law therein.

#### ARTICLE VI: INITIAL OFFICERS AND/OR DIRECTORS

The names and addresses of the persons who initially shall serve as the Directors of the Corporation are as follows:

Charles Oduor  
5335 Tildens Grove Blvd.  
Windermere, Florida 34786

Walter Okomo  
207 Stahls Way  
North Plainfield, New Jersey 07060

Barack Abonyo  
607 Dent Street  
Tallahassee, Florida 32301

#### ARTICLE VII: DISSOLUTION

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, scientific, educational, literary or cultural purposes and shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the

county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII: REGISTERED AGENT

The name of the initial registered agent for the Corporation is Charles Oduor and the initial address of the Corporation is 5335 Tildens Grove Blvd., Windermere, Florida 3786.

ARTICLE IX: INCORPORATOR

The name and address of the Incorporator are: Sophia Vanwyk, 9120 Lytham Court, Orlando, Florida 32819.

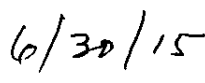
ARTICLE X: EFFECTIVE DATE

These Articles of Incorporation shall be effective upon the filing at the Department of State of Florida.


ARTICLE XI: SIGNATURES

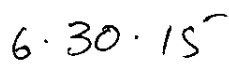
Having been named as registered agent to accept service of process for the above stated Corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

  
\_\_\_\_\_  
Signature of Registered Agent

  
\_\_\_\_\_  
Date

IN WITNESS WHEREOF, the undersigned, being the Incorporator for the purposes of forming a non-profit corporation under the laws of the State of Florida, does submit these Articles of Incorporation and affirm that the facts stated herein are true.

  
\_\_\_\_\_  
Signature of Incorporator

  
\_\_\_\_\_  
Date

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PERSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Medical and Education Foundation, Inc.
2. The name and address of the registered agent and office are:

Charles Oduor  
5335 Tildens Grove Blvd.  
Windermere, Florida 34786

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.

By: Charles Oduor  
Charles Oduor (Signature)

6/30/15  
(Date)