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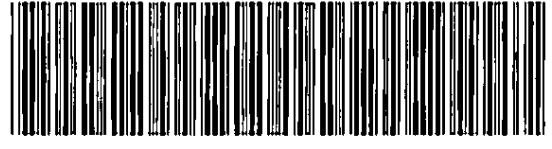
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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

AUG 23 2018
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COVER LETTER

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

SUBJECT: NUBIA PROJECT FOUNDATION, 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 Filing Fee
 \$78.75 Filing Fee & Certificate of Status

<input checked="" type="checkbox"/> \$78.75 Filing Fee & Certified Copy	<input type="checkbox"/> \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED	

FROM: Ronald G. Meyer
Name (Printed or typed)

131 North Gadsden Street
Address

Tallahassee, Florida 32301
City, State & Zip

(850) 878-5212
Daytime Telephone number

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
NUBIA PROJECT FOUNDATION, INC.

The undersigned subscribes to these Articles of Incorporation pursuant to the provisions of Chapter 617, Florida Statutes, for the purpose of forming a corporation not for profit and further states as follows:

ARTICLE I
Name and Principal Place of Business

The name of the corporation is Nubia Project Foundation, Inc. The initial principal place of business and mailing address is: 2525 Ponce De Leon Boulevard, Suite 1150, Coral Gables, Florida 33134-6040.

ARTICLE II
Duration

The period of the duration of this corporation shall be perpetual unless dissolved in accordance with Florida law. Corporate existence shall commence upon filing with the Secretary of State.

ARTICLE III
Purpose

This corporation is organized as a charitable, educational and research organization within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), or the corresponding provision of any future United States Internal Revenue law. Every child who is placed in shelter or foster care should be entitled to high quality individualized legal representation. The corporation will seek generally to provide such high quality individualized legal representation for children in Florida who are placed in a shelter or foster care to ensure that their rights are protected, and to:

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a) Establish and maintain a network of attorneys and legal support professionals willing to provide high quality representation to such children navigating judicial or administrative legal proceedings;

b) Make distributions to other nonprofit organizations which share a common goal and advance the foregoing specific purposes;

c) Engage in fundraising, including, without limitation, applying for grants, to produce sufficient revenues to carry out the purposes of the corporation;

d) Employ or contract with attorneys, accountants and other professionals required to ensure that legal requirements are fulfilled and there is a proper and transparent accounting of all funds of the corporation;

e) Engage in other activities which are permitted and appropriate for a Florida not-for-profit corporation which is tax exempt pursuant to Section 501(c)(3) of the Code.

Notwithstanding any other provision of these articles, this organization shall not carry on any activities which are not permitted to be carried on by an organization exempt from taxation pursuant to Section 501(c)(3) of the Code, or the corresponding provision of any future United States Internal Revenue law.

ARTICLE IV
Restrictions

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons; provided, however, 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 set forth in Article III, hereof and to pay or reimburse the reasonable expenses of fundraising and carrying out the objectives 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

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shall not participate 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.

ARTICLE V
Members

The Board of Directors shall constitute the initial members of the corporation. The Board may establish classes of membership from time to time.

ARTICLE VI

The street address and city of the registered office of the corporation is:

131 North Gadsden Street
Tallahassee, Florida 32301

The name of the initial registered agent at such address is Ronald G. Meyer, Esquire.

ARTICLE VII
Board of Directors

The affairs of the corporation shall be managed by a Board of Directors which shall consist of no fewer than three members. The number, term and method of selection of directors shall be prescribed in the bylaws. Board members shall serve with no compensation; provided, however, the Board may authorize reimbursement of expenses incurred by Board members in conjunction with the corporation's business or other approved activities directly related to the corporation's purposes.

Nothing herein shall be construed to preclude any director from serving the corporation in any other capacity and receiving compensation therefore.

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ARTICLE VIII
Officers

The corporation shall have such officers as may be provided for in the bylaws. The terms and manner of selection of officers shall also be provided for in the bylaws. The corporation shall have at least the following officers:

1. President/Chairperson
2. Vice-President
3. Secretary
4. Treasurer

Any one individual may hold more than one office in the corporation. Duties of officers shall be described in the bylaws.

ARTICLE IX
Indemnification of Officers and Directors

As provided in the bylaws, officers and directors shall be indemnified by the corporation against all expenses and liabilities, including attorney's fees, (including any incurred in appellate proceedings), reasonably incurred in connection with any proceeding or settlement thereof in which they may become involved by reason of holding such office. The corporation may purchase and maintain insurance on behalf of all officers and directors against any such liability asserted against them or incurred by them in their capacity as officers and directors or arising out of their status as such.

ARTICLE X
Non-Stock Basis

This corporation is organized on a non-stock basis.

ARTICLE XI
Dissolution

In the event of dissolution of this corporation, the residual assets of the corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Section 501(c)(3) of the Code, as amended, or corresponding sections of any prior or future

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United States Internal Revenue law or to the federal, state or local government to be used for exclusively public purposes.

ARTICLE XII
Amendment

Amendment of these articles shall require the approval of a two-thirds vote of the Board of Directors at a meeting of the Board. At least thirty (30) days prior to the Board meeting, the text of any proposed amendments shall be furnished to the directors of the corporation.

ARTICLE XIII
Incorporator

The name and address of the incorporator subscribing to these Articles of Incorporation are set forth below:

Ronald G. Meyer, Esquire
131 North Gadsden Street
Post Office Box 1547 (32302)
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned pursuant to the laws of the State of Florida does hereby make and file in the office of the Secretary of State of Florida these Articles of Incorporation and further certifies that the facts stated herein are true and correct.



RONALD G. MEYER, ESQUIRE

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CLERK OF STATE
TALLAHASSEE, FLORIDA

VERIFICATION

STATE OF FLORIDA)
COUNTY OF LEON)

The foregoing instrument was acknowledged before me this 21st day of August, 2018, by Ronald G. Meyer who is personally known to me or who produced satisfactory identification to me (check one).

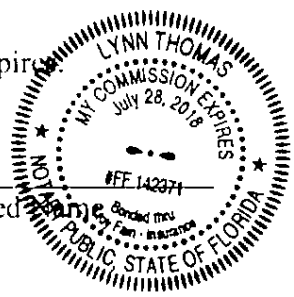
WITNESS my hand and seal in the County and State named above on this 21st day of August, 2018.

Lynn J. Thomas
NOTARY PUBLIC

My Commission Expires

Notary Public: _____

Printed _____



ACCEPTANCE BY REGISTERED AGENT

Ronald G. Meyer, Esquire, the Registered Agent named in the foregoing Articles of Incorporation, by the execution of this acceptance, does hereby agree to abide by the provisions of Florida Statutes, with respect to the duties of such registered agent and agrees to maintain normal business hours at the following address: 131 North Gadsden Street, Tallahassee, Florida 32301.

RGM
RONALD G. MEYER, ESQUIRE

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