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**FLORIDA PROFIT/NON PROFIT CORPORATION  
APPARENT ABILITIES FOUNDATION, INC.**

Certificate of Status	0
Certified Copy	1
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**B4/4/19**

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**ARTICLES OF INCORPORATION:  
APPARENT ABILITIES FOUNDATION, INC.**

*Pursuant to Chapter 617 of the laws of the State of Florida, the undersigned does hereby submit these Articles of Incorporation for the purposed of forming a nonprofit corporation:*

**ARTICLE I - NAME**

The name of the corporation is: **APPARENT ABILITIES FOUNDATION, INC.**

**ARTICLE II - ADDRESS**

The principal place of business and the mailing address of the Corporation is:

Principal Place of Business: **Apparent Abilities Foundation, Inc.  
2655 S. Le Jeune Road Suite: 314  
Coral Gables, FL 33134**

Mailing Address of Corporation:

Apparent Abilities Foundation, Inc.  
2655 S. Le Jeune Road Suite: 314  
Coral Gables, FL 33134

APPROVED BY THE BOARD OF DIRECTORS  
DATE: 04/03/19

**ARTICLE III - DURATION**

This non-profit corporation shall exist perpetually unless sooner dissolved according to law.

**ARTICLE IV - PURPOSE**

1. The purpose of the corporation is to engage in any lawful act or activity for which non-profit corporations may be organized under Florida law.
2. The mission of this non-profit corporation is *to forge positive pathways for the enrichment of quality of life and enhancement of lifestyle opportunities for persons with disabilities and special needs populations.*

3. Some examples of undertakings include, but are not limited to:
  - a. Advocating for issues, programs and services that positively impact their quality of life, and that of their families and their community;
  - b. Identifying and disseminating pertinent informational resources throughout the community;
  - c. Supporting inclusion programs to foster healthy and compassionate living environment;
  - d. Raising individual and community awareness and action about long term and short-term needs, such as education, housing, transportation, employment, financial stability and personal safety;
  - e. Cultivating a disability sensitive citizenry within business and residential communities;
  - f. Promoting greater understanding of the utilization of emotional support animals and service animals;
  - g. Enhancing opportunities for education, training and employment;
  - h. Connecting and impacting family, friends and community networks.
4. To further charitable, educational, literary and scientific purposes, and in furtherance of these purposes.
5. To receive and maintain real or personal property, or both, and, subject to the restrictions and limitation hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for and to further the charitable, educational, literary, or scientific purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended. To erect or to rent and maintain a building or buildings for the above purpose and to engage in any operation incidental to and essential to carry out the purposes above-mentioned.
6. To acquire and receive by purchase, donation or otherwise, any property, real, personal or mixed and to hold, use and dispose of same.
7. To borrow money and to issue evidence of indebtedness in furtherance of any or all of the objectives of its business; and to secure loans by mortgage, pledge, deed of trust, or other lien.
8. To apply for, obtain and contract with any federal, state or local government or agency for a direct loan or loans or other financial aid in the form of grants or otherwise relating to the purposes of this corporation.

9. To engage in any kind of activity, and to enter into, perform and carry out contracts of any kind, necessary or in connection with, or incidental to the accomplishment of any one or more of the non-profit purposes of this corporation.

#### **ARTICLE V - IMPERMISSIBLE ACTIVITIES**

Notwithstanding any other provisions of these Articles, the corporation shall not carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or may hereafter be amended, or by an organization whose contributions are deductible under Section 170(c)(2) of the Internal Revenue Code and said Regulations as they now exist or as they may hereafter be amended.

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 publication or distribution of statement) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provisions of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation..

#### **ARTICLE VI -BOARD OF DIRECTORS**

This corporation shall have three (3) directors initially. The number of directors may be increased from time to time thereafter in accordance with the bylaws of the corporation but, the number of directors shall never be less than three. The manner of selection of the directors shall be set forth in the corporation's bylaws; the directors will be elected, maintained and appointed in accordance with the corporation's bylaws.

The names and addresses of the initial Directors of this corporation are as follows:

1. Charlotte Lorber 3400 SW 27<sup>th</sup> Avenue #703 Coconut Grove, FL 33133
2. Susan Des Roches 6660 SW 70<sup>th</sup> Terrace Miami, FL 33143
3. Karen Blaire 615 Aledo Avenue Coral Gables, FL 33134

The management of the affairs of the Corporation shall be vested in the Board of Directors who from time to time, will designate Officers for the Corporation in accordance with the corporation's bylaws.

#### **ARTICLE VII -INDEMNIFICATION**

The corporation shall 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 VIII - DISTRIBUTIONS**

The Corporation dedicates all assets it has or may acquire to the exempt purposes of Section 501(c)(3) and specifically, without limiting the foregoing.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its trustees, 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 payment and distributions in furtherance of the purposes set forth herein.

Upon dissolution of the corporation, after paying or making provisions for the payment of all the legal liabilities of the corporation, assets shall be distributed for one more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of 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 IX – AMENDMENTS TO ARTICLES**

These Articles may be amended by a majority vote of the Board of Directors at any meeting duly convened for that purpose.

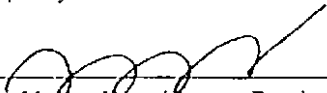
**ARTICLE X - REGISTERED AGENT**

The initial Registered Agent for this corporation is:

Josie Perez Velis, Esquire

The Registered Agent address is: 2655 S. Le Jeune Road Suite # 315  
Coral Gables, FL 33134.

*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 hereby accept appointment as Registered Agent and agree to act in such capacity.*

  
\_\_\_\_\_  
Josie Perez Velis, Esquire, as Registered Agent,

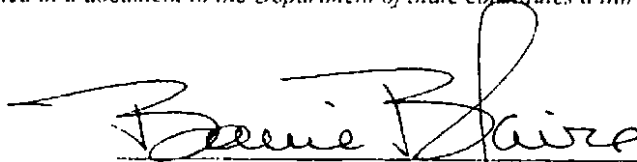
Dated 12 day of March 2019

**ARTICLE XI -INCORPORATOR**

The name and address of the Incorporator is : Bonnie Blaire

The Incorporator's address is: 2655 S. Le Jeune Road 3<sup>rd</sup> Floor Coral Gables, FL 33134.

*I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided in F.S. 817.155.*

  
\_\_\_\_\_  
BONNIE BLAIRE, as Incorporator