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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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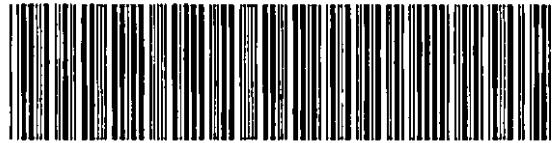
(Business Entity Name)

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JULIA HOSKINS, CLERK

## COVER LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** EmancipAction, Inc.  
Name of Corporation – must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", or "Certificate of Status" and check are submitted to register the above referenced not for profit corporation to conduct its affairs in Florida.

Please return all correspondence concerning this matter to the following:

Darcy A. Pierce  
Name of Person

EmancipAction, Inc.  
Firm/Company

P.O. Box 600124  
Address

St. Johns, Florida 32260  
City/State and Zip Code

darcy@emancipaction.org  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Darcy A. Pierce at ( 904 ) 703-3103  
Name of Person Area Code Daytime Telephone Number

**MAILING ADDRESS:**  
Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**STREET/COURIER ADDRESS:**  
Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Enclosed is a check for the following amount:

Please make check payable to: **FLORIDA DEPARTMENT OF STATE**

- ☐ \$70.00 Filing Fee    ☒ \$78.75 Filing Fee & Certificate of Status    ☐ \$78.75 Filing Fee & Certified Copy    ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

**APPLICATION BY FOREIGN NOT-FOR-PROFIT CORPORATION FOR AUTHORIZATION TO  
CONDUCT ITS AFFAIRS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO  
REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN  
THE STATE OF FLORIDA:*

1. EmancipAction, Incorporated

(Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware 3. 46-2501639  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. April 5, 2013 5. \_\_\_\_\_  
(Date of Incorporation) (Date of duration, if other than perpetual)

6. November 1, 2019  
(Date first conducted affairs in Florida if prior to registration. See sections 617.1501 & 617.1502, F.S. to determine penalty liability.)

7. 4100 Crownwood Dr. Jacksonville, FL 32216  
(Principal office street address)

(Current mailing address, if different)

8. Working to disrupt the business of child sex trafficking in India.  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box **NOT** acceptable)

Name: Darcy A Pierce

Office Address: 4100 Crownwood Dr.  
Jacksonville, Florida 32216  
(City) (Zip Code)

**10. Registered agent's acceptance:**

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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APR 20 PM 3:11  
CLERK OF THE COURT  
JACKSONVILLE, FLORIDA

12. For initial indexing purposes, list names, titles and addresses of the primary officers and/or directors [up to six (6) total]:

**A. DIRECTORS**

☒ Chairman Name: L. Brooks Entwistle  
☐ Vice Chairman Address: 164 Mt. Pleasant Road  
☐ Director Singapore 298355  
☐ President Singapore  
☐ Vice President \_\_\_\_\_  
☐ Secretary \_\_\_\_\_ ☐ Treasurer \_\_\_\_\_  
☐ Other: \_\_\_\_\_ ☐ Other: \_\_\_\_\_

☐ Chairman Name: Laura M Entwistle  
☒ Vice Chairman Address: 164 Mt. Pleasant Road  
☐ Director Singapore 298355  
☐ President Singapore  
☐ Vice President \_\_\_\_\_  
☐ Secretary \_\_\_\_\_ ☐ Treasurer \_\_\_\_\_  
☐ Other: \_\_\_\_\_ ☐ Other: \_\_\_\_\_

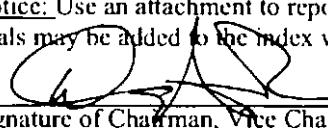
☐ Chairman Name: Darcy A Pierce  
☐ Vice Chairman Address: 4100 Crownwood Dr.  
☐ Director Jacksonville, FL 32216  
☐ President \_\_\_\_\_  
☐ Vice President \_\_\_\_\_  
☒ Secretary \_\_\_\_\_ ☐ Treasurer \_\_\_\_\_  
☐ Other: \_\_\_\_\_ ☐ Other: \_\_\_\_\_

☐ Chairman Name: \_\_\_\_\_  
☐ Vice Chairman Address: \_\_\_\_\_  
☐ Director \_\_\_\_\_  
☐ President \_\_\_\_\_  
☐ Vice President \_\_\_\_\_  
☐ Secretary \_\_\_\_\_ ☐ Treasurer \_\_\_\_\_  
☐ Other: \_\_\_\_\_ ☐ Other: \_\_\_\_\_

☐ Chairman Name: \_\_\_\_\_  
☐ Vice Chairman Address: \_\_\_\_\_  
☐ Director \_\_\_\_\_  
☐ President \_\_\_\_\_  
☐ Vice President \_\_\_\_\_  
☐ Secretary \_\_\_\_\_ ☐ Treasurer \_\_\_\_\_  
☐ Other: \_\_\_\_\_ ☐ Other: \_\_\_\_\_

☐ Chairman Name: \_\_\_\_\_  
☐ Vice Chairman Address: \_\_\_\_\_  
☐ Director \_\_\_\_\_  
☐ President \_\_\_\_\_  
☐ Vice President \_\_\_\_\_  
☐ Secretary \_\_\_\_\_ ☐ Treasurer \_\_\_\_\_  
☐ Other: \_\_\_\_\_ ☐ Other: \_\_\_\_\_

**NOTE: Important Notice:** Use an attachment to report more than six (6). The attachment will be imaged for reporting purposes only. Non-indexed individuals may be added to the index when filing your Florida Department of State Annual Report form.

13.   
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Darcy A Pierce Secretary - Board of Directors  
(Typed or printed name and capacity of person signing application)

# Delaware


The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EMANCIPACTION, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SECOND DAY OF APRIL, A.D. 2020.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS AN EXEMPT CORPORATION.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

  
Jeffrey W. Bullock, Secretary of State

5315246 8300C

SR# 20201248849

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

Authentication: 202704097

Date: 04-02-20



## State of Delaware

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
P.O. BOX 898  
DOVER, DELAWARE 19903

130405162

9956803  
LEONARD COLE  
44 AUTUMN LN  
PORTLAND

04-06-2013

ME 04103

DESCRIPTION	AMOUNT
EMANCIPACTION, INC.	
5315246 0102 Incorp Delaware Non-Stock	
Incorporation Fee	15.00
Receiving/Indexing	25.00
Data Entry Fee	5.00
Court Municipality Fee, Dover	20.00
Surcharge Assessment-Kent County	6.00
Page Assessment-Kent County	27.00
Expedite Fee, 24 Hour	50.00
FILING TOTAL	148.00
TOTAL PAYMENTS	148.00
SERVICE REQUEST BALANCE	.00

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 02:55 PM 04/05/2013  
FILED 02:55 PM 04/05/2013  
SRV 130405162 - 5315246 FILE

**STATE of DELAWARE**  
**CERTIFICATE of INCORPORATION**  
**A NON-STOCK CORPORATION**

- **First:** The name of the Corporation is EmancipAction, Inc. (the "Corporation").
- **Second:** Its Registered Office in the State of Delaware is to be located at 160 Greentree Drive, Suite 101, Dover, Kent County, Delaware 19904. The name of its registered agent at such address is: National Registered Agents, Inc.
- **Third:** This charitable institution has been organized and is incorporated as a nonprofit, nonstock corporation pursuant to the General Corporation Law of the State of Delaware (title 8, *section 101 et seq.*, Del. Code Ann., hereinafter the "Act") and shall be operated exclusively for charitable, scientific, religious, literary, or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now in effect or as may be amended hereafter (the "Code"). In furtherance thereof, but not by way of limitation, the Corporation seeks to end human trafficking and slavery around the world.

The Corporation shall be empowered to do everything necessary, proper, advisable or convenient for the accomplishment of its exclusively charitable, scientific, religious, literary, or educational purposes within the meaning of Section 501(c)(3) of the Code, and to do all other things incidental to them, or connected with them, that are not forbidden by law, its Certificate of Incorporation, or the Corporation's Bylaws; provided, however, that the Corporation shall not engage in any transaction or activity, or do or permit any act or omission, which shall operate to deprive it of its tax exempt status as a corporation described in Section 501(c)(3) of the Code and to which contributions are deductible under Sections 170(c)(2), 2055(a)(2), and 2522(a)(2) of the Code.

- **Fourth:** The Corporation shall not have authority to issue capital stock.
- **Fifth:** The conditions of membership and the voting rights of the members, if any, shall be stated in the bylaws.
- **Sixth:** The name and mailing address of the incorporator are as follows:

<u>NAME</u>	<u>MAILING ADDRESS</u>
Leonard M. Cole	Cole Nonprofits Law, LLC PO Box 6776 Portland, ME 04103

- **Seventh:** To the fullest extent permitted by the Act, as now in effect or as may hereafter be amended, no officer or director of the Corporation shall be personally liable to the Corporation for monetary damages for breach of fiduciary duty as a director of the Corporation; provided, however, such relief from liability shall not apply in any instance where such relief is inconsistent with any provisions of the Code applicable to corporations

described in Section 501(c)(3) of the Code. This provision does not eliminate or limit the liability of an officer or director for acts or omissions that involve intentional misconduct, fraud, or a knowing violation of law.

- **Eighth:** The initial directors of the Corporation shall be:

Laura Marks Entwistle, 164 Mt. Pleasant Road, Singapore 298355

L. Brooks Entwistle, 164 Mt. Pleasant Road, Singapore 298355

Darcy Pierce, 10 Landmark Road, Scarborough, ME 04074

- **Ninth:** All the assets and income of the Corporation shall be dedicated exclusively for its charitable, scientific, religious, literary, or educational purposes and no part thereof shall inure to the benefit of any director, officer, or private individual: provided, however, that nothing contained herein shall be construed to prevent the payment or reimbursement by the Corporation of salaries and expenses of its officers and employees.

If this Corporation be dissolved or its legal existence terminated, either voluntarily or involuntarily, or upon final liquidation of the Corporation, none of its assets shall inure to the benefit of any director, officer, or private individual, and all of its assets remaining after payment of all of its liabilities shall be distributed by affirmative vote of the Directors exclusively to one or more nonprofit organization or organizations having similar aims and objects as those of the Corporation and which may be selected as an appropriate recipient of such assets by the Directors, as long as such organization, or each of such organizations, shall then qualify as an organization described in Section 501(c)(3) of the Code.

- **Tenth:** No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation. Furthermore, the Corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office, except as may be permitted under Section 501(h) of the Code.

I, the **Undersigned**, for the purpose of forming a corporation under the laws of the State of Delaware, do make, file and record this Certificate, and do certify that the facts herein stated are true, and I have accordingly hereunto set my hand this 5<sup>th</sup> day of April, 2013.

BY:   
(Incorporator)

NAME: Leonard M. Cole