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EFFECTIVE DATE
8-1-2005

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05 JUN 20 AM 8:07

FILED

C.P. 7-1

TRANSMITTAL LETTER

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

SUBJECT: Endless Possibilities Foundation Inc. (EPF)
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is 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

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Christina Nicholas
Name (Printed or typed)

15797 S.W. 147 Lane
Address

Miami, FL 33196
City, State & Zip

(305) 971-3332
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

June 21, 2005

CHRISTINA NICHOLAS
15797 SW 147 LANE
MIAMI, FL 33196

SUBJECT: ENDLESS POSSIBILITIES FOUNDATION INC.
Ref. Number: W05000030236

We have received your document for ENDLESS POSSIBILITIES FOUNDATION INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Entities may file using only the entity's name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing the enclosed application and submitting the appropriate fees to this office.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6047.

Carolyn Lewis
Document Specialist
New Filings Section

Letter Number: 805A00042313

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ARTICLES OF INCORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit)

FILED
05 JUN 20 AM 8:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

ENDLESS POSSIBILITIES FOUNDATION INC.

The Undersigned, all of whom are eighteen (18) years or older, for the purpose of forming a non-stock corporation under the general law of the State of Florida certify:

ARTICLE I

The name of the corporation shall be: Endless Possibilities Foundation Inc.

EFFECTIVE DATE
8-1-2005

ARTICLE II

The principal place of business and mailing address of this corporation shall be: 15797 SW 147th Lane, Miami, Florida 33196.

ARTICLE III

The name and address of the registered agent for the Corporation are as follows: Maurice E. Nicholas, 15797 SW 147th Lane, Miami, Florida 33196.

ARTICLE IV

The Corporation shall be operated exclusively for charitable, religious, scientific, literacy and educational purposes under section 501(c)(3) of the Internal Revenue Code.

(A) The specific and primary purposes are:

- (1) To provide superior services to persons with mental and/or physical disabilities who may or may not be severely behaviorally challenged;
- (2) To improve the quality of life of persons with mental and/or physical disabilities through Adult Day Training Services, education, support services, and self-esteem building activities;
- (3) To aid in the transition from an Adult Day Training setting to employment within the community through supportive services;

organizations of any kind of nature, such as corporations, firms, associations, trusts, institutions, foundations, or government bureaus, departments or agencies.

(B) In furtherance, but not in limitation, of the foregoing charitable and educational purposes, the corporation shall have the following powers:

- (1) To solicit, collect, and receive money and other assets, and to administer funds and contributions received by grant, gift, deed, bequest, or devise, and otherwise to acquire money, property, rights and services of every kind and description, and to hold, invest, expend, contribute, use, sell, or otherwise dispose of any money, property, rights or services so acquired for the purposes above mentioned;
- (2) To borrow money and to make, accept, endorse, execute, and issue, bonds, notes, and other corporate obligations, for moneys borrowed, or in payment for property acquired or for any of the purposes of the corporation, and to secure payment of any such obligation by mortgage, pledge, deed, indenture, agreement or other instrument of trust, or by other lien upon the property, rights, or privileges of the corporation;
- (3) To furnish management, administrative, and other business advice, support, training, and technical assistance to groups and individuals which are assisting in providing adequate low cost housing and supportive housing alternatives for underprivileged and disabled residents of Miami-Dade County and Homestead, Florida;
- (4) To obtain information and conduct research, studies, and analysis of the problems of said community, and prepare and publish reports, as to any and all matters that may be of use in furthering the expansion of low cost housing and supportive housing for underprivileged and disabled residents of the community, including information, research, studies, analysis and reports, as to markets, products, services, sources of financing and any and all other matters;
- (5) To conduct educational and other efforts to eliminate prejudice and discrimination in the business and financial communities and to foster the establishment of sound and constructive relationships between the business and financial communities and said residents and groups seeking to increase low-cost housing and supportive housing alternatives;
- (6) To engage in housing production and related activities in order to improve the living conditions of said residents;
- (7) To provide supportive housing through new construction and renovation for those who are not otherwise able to afford such housing.

- (4) To develop and/or purchase transitional and permanent housing for persons with mental and/or physical disabilities in Dade County, Florida, or Homestead, Florida, in the form of a group home(s);
- (5) To provide and foster an atmosphere of individuality, independence and choices;
- (6) To meet the cultural, linguistic and special needs of the population served;
- (7) To provide activities that foster the social/emotional development of the population served;
- (8) To compete for grants and contracts in the public and private sectors;
- (9) To conduct training programs that will enable persons with mental and/or physical disabilities to acquire life skills;
- (10) To assist with the development of attitudes that is positive and optimistic about the future;
- (11) To target Medicaid waiver recipients with mental and/or physical disabilities, Miami-Dade County Public School ESE and EH students who are severely behaviorally challenged, and private clients;
- (12) To provide the following services based on the intellectual ability and functional level of the population served:
 - Music Therapy
 - Health Care Services (On-site Registered Nurse R.N.)
 - Cultural Arts and Crafts
 - Computer Training
 - Horticulture Exposure
 - Behavior Treatment (On-site Board Certified Associate Behavior Analyst)
 - Training Programs geared toward preparing client for independence and supported employment
 - Transportation Services
- (13) To expand the opportunities available to said groups to obtain adequate low-cost housing accommodations;
- (14) To do any and all lawful activities which may be necessary, useful or desirable for the furtherance, accomplishment, fostering or attainment of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or

ARTICLE V

No part of the earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization 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 any candidate for public office. Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code or corresponding section of any future federal tax code.

ARTICLE VI

Board of Directors:

- 1) The activities, property and affairs of the corporation shall be managed, directed, and controlled, and its powers exercised by a Board of Directors composed of not less than three (3) board members. Board members shall be willing to identify with the religious purposes of the corporation and undergo training relative to the purpose of the corporation and their responsibilities therein;
- 2) The Board of Directors of the corporation shall elect from among the Directors a President, Executive Secretary, and a Treasurer and such other officers as the Board of Directors may from time to time deem expedient. The duties of officers of the Corporation shall be such as prescribed in the bylaws. The Founder of the Corporation, Christina Nicholas, BCABA, is herewith permanently installed as President, until she voluntarily resigns. The number of Directors shall be fixed or changed from time to time by Amendment of the Articles of Incorporation of this corporation, or by the bylaws of this corporation or any amendment to the bylaws, or by the vote of a majority of a quorum at a meeting of the Board of Directors called pursuant to the bylaws;
- 3) The names of the directors who are to serve until the first annual meeting and until their successors are elected and qualifies are as follows;

1. Maurice E. Nicholas, R.N., 15797 SW 147th Lane, Miami, Florida 33196
2. Christina Nicholas, BCABA, 15797 SW 147th Lane, Miami, Florida 33196
3. Patricia Mizell, 10407 Old Cutler Road, Miami, Florida 33190

ARTICLE VII

Upon dissolution of the Corporation, its assets shall be distributed to one or more 501(c)(3) organizations, after paying or making provision for the payment of all liabilities and obligations of the Corporation and for necessary expenses thereof, as required by section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. In no event shall any of such assets or property be distributed to any director, or officer, or any private individual.

ARTICLE VIII

To the fullest extent permitted by the Florida General Corporation Law, as now in effect or as hereafter may be amended, no director or officer of the Corporation shall be personally liable to the Corporation or its members for money damages, provided, however such relief from liability shall not apply in any instance where such relief is inconsistent with any provision of the Code applicable to corporations described in Section 501(c)(3) of the Code.

ARTICLE IX

The name and address of the Incorporator is: Christina Nicholas, 15797 SW 147th Lane, Miami, Florida 33196. The corporation effective date is August 1, 2005.

Having been named as registered agent to accept service of process of 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.

M. Nichols
Signature/Registered Agent
Maurice E. Nicholas

JUNE 29, 2005
Date

Christina Nicholas
Signature/Incorporator
Christina Nicholas

June 29, 2005
Date

FILED
05 JUN 20 AM 8:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA