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FLORIDA PROFIT/NON PROFIT CORPORATION

GLOBAL IMPACT VOLUNTEER EXPEDITIONS, INC.

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF GLOBAL IMPACT VOLUNTEER EXPEDITIONS , INC.

<u>ARTICLE I – NAME</u>

The name of this Corporation is GLOBAL IMPACT VOLUNTEER EXPEDITIONS, INC., a not-for-profit corporation.

ARTICLE II - NATURE OF CORPORATION

This Corporation is a not-for-profit corporation organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, pursuant to the Florida Not-for-Profit Corporation Act set forth in Chapter 617 of the Florida Statutes. No part of the net earnings of this Corporation will inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this Corporation may pay reasonable compensation for services rendered and make payments and distributions in furtherance of the purposes set forth in Article III. Notwithstanding any other provision of these Articles, this corporation may not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code. This Corporation will not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor will it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

ARTICLE III – PURPOSE

This Corporation is established to relieve poor, distress, and/or underprivileged persons, namely in impoverished areas, through providing among other things, medicine and medicinal supplies, and fund-raising activities for the advancement of this purpose.

ARTICLE IV - DURATION

This Corporation is to exist perpetually.

ARTICLE V - CAPITAL STOCK

This Corporation shall have no capital stock and shall be composed of members rather than shareholders.

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ARTICLE VI - QUALIFICATIONS OF MEMBERSHIP

The categories of membership, qualifications for membership and the manner of admission shall be as set forth in and regulated by the By Laws of the Corporations.

ARTICLE VII- EXECUTIVE BOARD OF DIRECTORS

The Executive Board of the Corporation shall be composed of an Executive Director and 6 Board Members as follows:

Executive Director of the Corporation shall be Frank M. Shooster.

The Executive Board of the Corporation shall be composed of the following members:

Agnes Shooster Jay Shooster Lauren Shooster Adam Dornford Thomas Sagaser

Jason Shooster

ARTICLE VIII - MANAGEMENT OF CORPORATE AFFAIRS

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The powers of this Corporation will be exercised, its properties controlled and its affairs conducted by the Executive Director of the Corporation, who shall have sole authority to manage the organization.

ARTICLE IX-PRINCIPAL OFFICE

The street address of the principal office of this Corporation is 777 South State Road 7, Margate, Florida 33068.

ARTICLE X - REGISTERED AGENT

The street address of the registered agent of this Corporation is 777 South State Road 7, Margate, Florida 33068 and the registered agent of this Corporation at that address is Frank M. Shooster, Esq.

ARTICLE XI - BY-LAWS

Subject to the limitations contained in the By-Laws, and any limitations set forth in the Not-for-Profit Corporation Act that cannot be altered by a provision in the Articles of Incorporation, concerning corporate action that must be authorized or approved by the members of this Corporation, By-Laws of this Corporation may be made, altered, rescinded, added to, or new By-Laws may be adopted, either by a resolution of the Board

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of Directors adopted as provided in these Articles of Incorporation or the By-Laws, 10/10/1/ASSE following any other procedure set forth therefore in the By-Laws from time to time.

ARTICLE XII - DISTRIBUTION OF ASSETS

Upon the dissolution of this Corporation, its assets must be distributed for one or 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 distributed to the federal government, or to a state or local government, for the public purpose. Any such assets not so disposed of must be disposed of by a court of competent jurisdiction in the county in which the principal office of this Corporation is then located, exclusively for such purposes or to such organization or organizations, as the court determines, which are organized and operated exclusively for such purposes.

ARTICLE XIII - AMENDMENT

These Articles of Incorporation may be amended by any means permitted by the Not For Profit Corporation Act and, in any event, by a resolution adopted by a majority of the Board of Directors.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on May 3, 2007.

CERTIFICATE DESIGNATING REGISTERED AGENT AND OFFICE FOR SERVICE OF PROCESS

Global Impact Volunteer Expeditions. Inc., a not-for-profit corporation, existing under the laws of the State of Florida has named FRANK M. SHOOSTER, ESQ., as its Agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial registered agent of Global Impact Volunteer Expeditions, Inc., a not-for-profit corporation, simultaneously with my being designated in the foregoing Articles of Incorporation. I state that I am familiar with and accept the obligations of the position of Registered Agent under Section 617.0501, Florida Statutes.

Date: May 3 2007

Frank M. Shooster 777 South State Road 7 Margate, Florida 33068

Frank M. Shooster, Incorporator

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