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#### **COVER LETTER**

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

SUBJECT: RENOVATIO COMMUNITY EDUCATION CENTER, INC. (PROPOSED CORPORATE NAME-MUST INCLUDE SUFFIX)

Enclosed is an original a	nd one(1) copy of the Art	icles of Incorporation and a	a check for :
\$70.00 Filing Fee	\$78.75 Filing Fee & Certificate of Status	\$78.75 Filing Fee & Certified Copy	S87.50 Filing Fee, Certified Copy & Certificate
		ADDITIONAL COPY REQUIRED	

FROM: SolAmbit Law Group, PLLC
Name (Printed or typed)

1 East Broward Blvd., Suite 1501
Address

Fort Lauderdale, FL 33301
City, State & Zip

954-627-6616

Daytime Telephone number

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

## OF RENOVATIO COMMUNITY EDUCATION CENTER, INC. SECRETARY OF STATE TALLAHASSEE, FLORIDA ARTICLES OF INCORPORATION

FILED 2007 MAY 17 PM 2: 29

The name of this corporation is Renovatio Community Education Center, Inc.

#### ARTICLE II—INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The initial principal office of this corporation is:

2903 NE 163rd Street #1007 Miami, Florida 33160

The initial mailing address of this corporation is:

2903 NE 163rd Street #1007 Miami, Florida 33160

#### ARTICLE III—PURPOSES

The corporation is a not-for-profit corporation, organized and to be operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future United States Internal Revenue Law) (the "Internal Revenue Code"); to engage in activities relating to the aforementioned purposes; and to invest in, receive, hold, use and dispose of all property, real or personal, as may be necessary or desirable to carry into effect the aforementioned purposes.

Notwithstanding any other provisions of these Articles of Incorporation, the corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

The corporation shall have all powers conferred upon not-for-profit corporations organized under Chapter 617 of the Florida Statutes and any corresponding provisions of future Florida laws, but shall exercise such powers only in fulfillment of its above-stated purposes.

The corporation shall not engage in any of the following activities:

- (1) The corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of (or in opposition to) any candidate for public office.
- (2) No substantial part of the activities of the corporation shall consist of carrying on propaganda, or otherwise attempting, to influence legislation; provided, however, that this provision shall not apply to activities consisting of carrying on propaganda, or otherwise attempting, to influence legislation, to the extent the corporation has made an election pursuant to and remains in compliance with the restrictions of Section 501(h) of the Internal Revenue Code.
- (3) No part of the net earnings of the corporation shall inure to the benefit of any private individual within the meaning of Section 50l(c)(3) of the Internal Revenue Code.

During the period that the corporation is a "private foundation", as defined in section 509(a) of the Internal Revenue Code:

- (1) The following additional limitations on the corporation's activities shall apply:
  - (a) The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code.
  - (b) The corporation shall not engage in any act of self-dealing as defined by Section 4941(d) of the Internal Revenue Code.
  - (c) The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code.
  - (d) The corporation shall not make any investments in such manner as subject it to the tax under Section 4944 of the Internal Revenue Code.
  - (e) The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.
- (2) The provisions of section 617.0835 of the Florida Statutes, or the corresponding provisions of future Florida law, shall apply so as to limit the activities of the corporation.

#### ARTICLE IV—MANNER OF ELECTION OF DIRECTORS

The affairs of this corporation shall be managed by a Board of Directors. The number of directors shall be seven. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the corporation, but shall never be less than three. The manner of election of members of the Board of Directors shall be regulated by the Bylaws of the corporation.

### ARTICLE V—INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

2903 NE 163rd Street #1007 Miami, Florida 33160

and the name and address of the initial registered agent of this corporation is:

Jennifer Schleiss 2903 NE 163rd Street #1007 Miami, Florida 33160

#### ARTICLE VI—COMMENCEMENT

This corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

#### ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation as incorporator are:

Jennifer Schleiss 2903 NE 163rd Street #1007 Miami, Florida 33160

#### ARTICLE VIII—BY-LAWS

The Board of Directors of this corporation is expressly authorized and empowered to adopt, alter, amend and repeal the bylaws of the corporation in any respect not inconsistent with the laws of the State of Florida or with these Articles of Incorporation.

#### ARTICLE IX—DISSOLUTION

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be

distributed to a not-for-profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code, as selected by the Board of Directors.

### **ARTICLE X—INDEMNIFICATION**

This corporation shall indemnify any officer, director or incorporator, or any former officer, director or incorporator, of this corporation to the fullest extent permitted by law.

#### **ARTICLE XI—AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as incorporator thereof this  $\frac{\int_{-\infty}^{\infty} h}{h} day$  of May, 2007.

Jennifer Schleiss, Incorporator

#### ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned, Jennifer Schleiss, which has been designated as registered agent for Renovatio Community Education Center, Inc., a Florida not-for-profit corporation, in the foregoing Articles of Incorporation of Renovatio Community Education Center, Inc., hereby agrees to accept service of process for and on behalf of Renovatio Community Education Center, Inc. and that she will comply with any and all laws, including, without limitation, Section 607.0501, Florida Statutes, as amended, relating to the complete and proper performance of the duties and obligations of a registered agent of a Florida corporation.

Dated: May 8th, 2007.

ennifer Schleiss, Registered Agent

2007 MAY 17 PM 2: 2: SECRETARY OF STATE