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EP 5/13/08

COWER LETTER

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

SUBJECT: Compassionate Leadership Foundation of
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)
Miami - Dade College, Inc

Enclosed is an original and ^{Two}~~one~~(2) copy^s 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: Alfred A. Porro, Jr. Reg. Agent
Name: (Printed or typed)
Compassionate Leadership Foundation of Miami -
519 SW 79th Ave. Dade College, Inc
Address
Miami, Florida 33144
City, State & Zip
305-266-8908
Daytime Telephone number

NOTE: Please provide the original and ^{Two}~~one~~ copy^s of the articles.

ARTICLES OF INCORPORATION OF
Compassionate Leadership Foundation of Miami-Dade College, Inc

A Corporation Not For Profit

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The undersigned, acting as the Incorporators and initial Board of Directors of this corporation, formed for the purposes NOT FOR PECUNIARY PROFIT under Chapter 617 of the "Florida Not For Profit Corporation Act" adopt and file, the following Articles of Incorporation::

Article A – **NAME**: The name of the corporation, not for profit, is *Compassionate Leadership Foundation of Miami- Dade College, Inc.*

Article B – **PRINCIPLE OFFICE**: The principle office of not for profit corporation is at Miami Dade College, Room 3506-24, 300 N.E. 2nd Avenue, Miami, Florida 33132

Article C –**EDUCATIONAL AND CHARITABLE PURPOSES AND OPERATION**: The purposes and operation for which this corporation is organized are:

1. **Career and Life Development** : To provide insights, mentoring and guidance to students, while in and out of college, and to the public in the development of a happy life and lifestyle of compassion and love toward and giving to family, neighbors, others in need and to community along with the resurrection of the exercise of good spiritual and moral conscience decisions and actions in business, profession, career and personal life.
2. **Educational Transformative Curriculum**: To create, institute, conduct and teach new transformative educational curriculum, classes, seminars, symposiums, workshops, retreats and other programs and events focusing on the exercise of compassion and spirituality in leadership roles in business, profession, career, community and personal life.
3. **Studies, Reports and Publications**: For students and/or mentors to engage in collecting data, conducting studies or surveys as they may be appropriate to furthering the goals of the Compassionate Leadership Program. This may include, but not be limited to, the students and/or mentors writing articles or other type of reports, studies or publications related to the lessons and experiences learned from the Compassionate Leadership Program which focuses on the dire need for individual, corporate and community leadership focusing on compassion, love, giving, forgiving, respect for others and inner spirituality in private and public life extending the same to business, professional and careers together with the positive personal, family, community, business, professional and career impact, success, rewards, abundance, profits and inner happiness and peace resulting there from.
- 4 **Public, Academic Institutions, Government, Professional and Business Community Interaction**: To create a dialogue, exchange and interrelationship with public, academic institutions, government, professional and business community with the goal of raising the nature and focus model of operating procedures and ethical and moral codes and standards of governance. To provide a transitional vehicle and impetus to incorporate the movement of compassion and moral conscience in the workplace, government, professional and business enterprises. To further the goal that students learn to have a strong ethical compass and adhere to tenets of integrity as they aspire to become future global participants.
5. **Engraving Hearts and Souls**: To endeavor to engrave on the hearts and souls of students,

the future leaders in business, professions, public positions and careers, a lasting and never forgetting inner spirit of leadership bedded in compassion, love, humility, simplicity, trust, integrity, respect, responsibility and general concern for the suffering and needs of others.

6. Creating A Supportive Network For Needy Students: To conduct a supportive network of members, mentors, interns and job placement combined with general aid from professions, business community, government and public. All support and/or funds so raised to be dedicated to and for needy students and the goals of compassionate leadership in the present and future generations.

7. Operating As A Charitable Tax Exempt Organization. This corporation is organized exclusively for charitable and educational purposes and shall strictly comply with all laws and regulations governing the same, including operating as a tax exempt organization and in the making of distributions to organizations that qualify as tax exempt organizations under section 501© (3) of the Internal Revenue Code, or corresponding section of any future federal tax code. In accord with the existing tax laws and regulations to seek and obtain tax exempt organizational status, including Section 501© (3) Internal Revenue Code tax exempt status. To limit all activities as provided by laws of the said Internal Revenue Code and any other regulations for such organizations.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, trustees, board members 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 above. 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 publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other 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 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.

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501©(3) of the internal Revenue Code, or 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.

All language and requirements of IRS Publication 557, "Forming a Tax Exempt Organization" are incorporated and adopted herein by reference.

Article D – **BOARD OF DIRECTORS**: The Board of Directors of the corporation shall be elected annually by the full membership of the corporation and serve pursuant to the By Laws of the corporation. The incorporators hereof constitute the present Board of Directors.

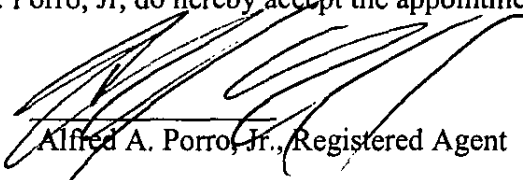
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Article E – **REGISTERED AGENT AND OFFICE**: The registered agent and office as required for designation of service of legal process of litigation and formal notices required by law is:

1. The registered agent is Alfred A. Porro, Jr. who resides in this State of Florida and whose office is identical with the registered office address set forth below.
2. The address for the registered office of the corporation for service, legal notices and other requirements of law is 519 SW 79th Avenue, Miami, Florida, 33144.

The said registered agent does herewith consent to such designation and agree to comply with the duties and responsibilities of such appointment as set forth in s. 617.0503 of the Florida Corporation Not for Profit Law.

I, Alfred A. Porro, Jr, do hereby accept the appointment as registered agent and agree to act in this capacity.


Alfred A. Porro, Jr., Registered Agent

Article F - **INCORPORATORS**: The incorporators of this corporation not for profit and their addresses are:


Javier Torres, 5041 NW 93 Doral Cir. E. Miami, Florida. 33178

J. Danixia Cuevas, Miami- Dade College, Law Center, 300 N.E. 2nd Avenue, Rm. 3505-24, Miami, Florida 33132

Alfred A. Porro, Jr., 519 SW 79th Avenue, Miami, Florida, 33144

Article G – **GENERAL COMPLIANCE**: This corporation shall strictly comply with the nonprofit, educational and charitable purposes for which it is organized and shall do everything necessary, proper and advisable for the accomplishment of said purposes, and will do all other things incidental to them or connected with them that are not prohibited by law and shall carry out the said purposes in any state, territory, district, or possession of the United States or in any foreign country, to the extent that those purposes are not forbidden by law.

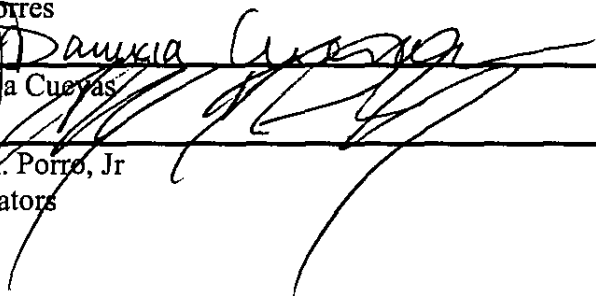
IN WITNESS WHEREOF, THE UNDERSIGNED have executed these articles of incorporation at the Miami- Dade College, Wolfson Campus, Miami, Florida, on this ____ day of April, 2008.



Javier Torres



J. Danixia Cuevas



Alfred A. Porro, Jr
Incorporators

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