

NO 8000011060

\_\_\_\_\_  
(Requestor's Name)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



900138391489

12/03/08--01024--004 \*\*78.75

FILED  
08 DEC - 3 PM 4: 01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EP 12/9/08

## COVER LETTER

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

SUBJECT: SOMTO FOUNDATION, INC.  
(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: Dr. Imelda A. Nwoga  
Name (Printed or typed)

1205 Ellington CT.  
Address

St. Augustine FL 32084  
City, State & Zip

(904) 347-4357  
Daytime Telephone number

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

## ARTICLES OF INCORPORATION

OF

SOMTO FOUNDATION, INC.

The undersigned foundation for the purpose of becoming a not for profit corporation under Chapter 617, laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a not for profit corporation.

### ARTICLE I

#### NAME

The name of the not for profit corporation shall be Somto Foundation, Inc.

### ARTICLE II

#### PRINCIPAL PLACE OF BUSINESS

As a global non-for-profit (NGO) organization, the address of the initial principal place of business shall be as follows:

USA Address:

1205 Ellington Ct.  
St Augustine, Florida 32084

International Address:

No 104 Amigbo Road  
Umuna Orlu  
Imo State, Nigeria  
West Africa

### ARTICLE III

#### PURPOSE

This not for profit is organized exclusively for religious, charitable, scientific, literary and educational purposes within the meaning of Section 501©(3) of the Internal Revenue Code of 1996 or the successor provision of any future United States Internal Revenue law. The purpose of this global organization is focused on health and wellness program for under-served rural communities with main office in St Augustine Florida and offices in Imo State Nigeria. Programs emphasize health education and early diagnosis with

FILED  
08 DEC -3 PM 4:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

focus on five dimensions of wellness including: physical health/wellness, spiritual wellness, occupational wellness, psychological wellness and environmental wellness. Other goal for the foundation will be to provide medical supplies needed for health fairs and sponsor international health and nursing mission trips periodically to specific communities in Imo State Nigeria. Health care workers will participate in numerous health education activities that will include doctors, nurses, nursing students, medical students, physical therapists, occupational therapists and community/home health assistants.

This purpose shall be promoted by, but not limited to, communications, meetings, conference, and workshops, special projects, leadership development, etc. special focus shall be made to identify those areas needing improvement and to build the residential establishment character in the international community.

To the end that the foregoing objectives and purposes and any related religious and charitable purposes may be carried out, performed and accomplished, this foundation shall have the power to engage only in such activities as shall not constitute business unrelated to its religious, benevolent, charitable, literary and educational purposes. Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501©(3) of the Internal Revenue Code of 1996 or the successor provision of any future United States Internal Revenue law. Subject to the foregoing limitations, this corporation shall have all of the rights and powers set forth in section 617.0302, Florida Statutes.

#### **ARTICLE IV**

##### **MANNER OF ELECTION OF DIRECTORS**

The method or manner of the election of the board of director shall be stated in the corporate by-laws.

#### **ARTICLE V**

##### **INITIAL REGISTERED AGENT**

The name and address of the initial registered agent for this foundation is

Dr. Imelda Nwoga  
1205 Ellington Ct.  
St Augustine, Florida 32084

FILED  
08 DEC -3 PM 4:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE VI**  
**INCORPORATOR**

The initial Incorporator of the foundation is

Dr. Imelda Nwoga  
1205 Ellington Ct.  
St Augustine, Florida 32084

**ARTICLE VII**

**DURATION**

This foundation shall exist perpetually. Corporate existence shall commence on the date these Articles are filed.

**ARTICLE VIII**

**DISTRIBUTION**

No part of the net earnings of the nonprofit shall inure to the benefit of, or be distributed to its members, trustees, officers, or other private persons, except that the nonprofit 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 thereof.

No substantial part of the activities of the foundation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the nonprofit 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 organization shall not carry on any other activities not permitted to be carried on (a) by a nonprofit organization exempt from federal income taxes 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 IX**

**DISSOLUTION**

Upon the dissolution of the foundation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(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.

FILED  
08 DEC -3 PM 4:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE X**

**INITIAL DIRECTORS/OFFICERS**

Dr. Imelda Nwoga, Chairperson  
1205 Ellington Ct.  
St Augustine, Florida 32084

Dr. Tina Ogbuokiri, Secretary  
7200 Lake Barrington Drive  
New Orleans, LA 70128

Dr. Jude Nwoga, Treasurer  
1205 Ellington Ct.  
St Augustine, Florida 32084

Cecilia Alaribe, Member  
6408 Willow Fox Circle  
Raleigh, NC 27616

08 DEC - 3 PM 4:01  
RECEIVED  
FALLAHIASS...EE...FLORIDA

**ARTICLE XI**

**BY-LAWS**

The initial by-laws of this foundation shall be adopted by the directors. By-laws shall be adopted, altered, amended or repealed from time to time by either the members or the board of directors, but the board of directors shall not alter, amend or repeal any by-laws adopted by the members if the members specifically provide that such by-law is not subject to amendment or repeal by the directors.

HAVING BEEN NAMED, as Registered Agent for this Foundation at the Registered officer designated in the forgoing Articles of Incorporation, the undersigned accepts the designation.

Dated on 2nd day of December, 2008

Imelda Nwoga  
Dr. Imelda Nwoga, Registered Agent

Imelda Nwoga  
Dr. Imelda Nwoga, Incorporator