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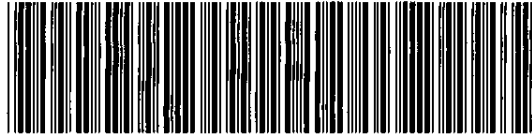
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FILED
09 FEB 20 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MRD
2/23

COVER LETTER

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

SUBJECT: SOPHIA OUTREACH, 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: JEFFREY S. HENSH, ESQ
Name (Printed or typed)

1666 Kennedy Causeway, Ste 412
Address

North Bay Village, FL 33141
City, State & Zip

305- 866-1110
Daytime Telephone number

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

ARTICLES OF INCORPORATION

OF

SOPHIA OUTREACH, INC.
(A Florida Not-For Profit Corporation)

FILED

09 FEB 20 PM 12:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Chapter 617 of the Florida Statutes, the undersigned hereby subscribes to, acknowledges, and files the following Articles of Incorporation for the purpose of creating a Not-For-Profit corporation under the laws of the State of Florida.

ARTICLE I

The name of this Not-For-Profit Corporation shall be SOPHIA OUTREACH, INC.

ARTICLE II

The principal place of business of this Not-For-Profit Corporation is 15130 Southwest 92 Terrace, Miami, Florida 33196, and the mailing address for this Not-For-Profit Corporation is:

15130 Southwest 92 Terrace
Miami, Florida 33196

with the privilege of having its offices and branch offices at other places within or without the State of Florida.

ARTICLE III

The purpose for which this Corporation is organized is to engage in any lawful activity or purpose exclusively for exempt purposes pursuant to IRC § 501(C)(3), and not for pecuniary profit and not specifically prohibited to corporations under other laws of the State of Florida, including, but not limited to, fostering affordable housing, charitable, benevolent, eleemosynary, educational, historical, civic, patriotic, religious, social, fraternal, literary, cultural, athletic, scientific, and professional, commercial, industrial, or trade association purposes.

ARTICLE IV

The manner in which the directors are elected or appointed shall be set forth in the corporation's by-laws.

ARTICLE V

This not-for-profit corporation's Board of Directors shall have three directors, with the power to amend this number in accordance with F.S. Chapter 617, the articles of incorporation, or the bylaws.

C.F.

The name and address of the initial directors of the corporation, who shall hold office for the first year or until their successors are duly elected and qualified shall be:

DIRECTORS & OFFICERS

Calvin Gordon, President and Director, 15130 Southwest 92 Terrace, Miami, FL 33196
Monica Gordon, Director, 15130 Southwest 92 Terrace, Miami, FL 33196
Sydea Alsopp, Director, 14256 Southwest 151 Avenue, Miami, FL 33196

ARTICLE VI

This not-for-profit corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE VII

The initial registered agent for SOPHIA OUTREACH, INC. shall be:

Jeffrey S. Hersh, Esquire
1666 Kennedy Causeway, Suite 412
North Bay Village, Florida 33141

ARTICLE VIII

The name and address of the person signing these Articles of Incorporation as the Incorporator is:

Jeffrey S. Hersh, Esq.
1666 Kennedy Causeway, Suite 412
North Bay Village, Florida 33141

ARTICLE IX

No contract or other transaction between this not-for-profit corporation and any other corporation, and no act of this not-for-profit corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorized any such contract or

C. G.

transaction, with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

ARTICLE X

The assets of this not-for-profit corporation shall be permanently dedicated to the exempt purposes set forth in Article III in accordance with IRC § 501(C)(3). In the event this not-for-profit corporation is dissolved, its assets shall be distributed for an exempt purpose pursuant to IRC § 501(C)(3).

ARTICLE XI

The private property of the directors or members shall not be subject to payment of the corporate debts in any event. This corporation shall indemnify and may insure its officers and directors to the fullest extent permitted by law either now or hereafter.

ARTICLE XII

These Articles of Incorporation may be amended in any manner provided by law.

IN WITNESS WHEREOF, WE, the undersigned, being the Incorporator and President of the Board of Directors, hereinbefore named, for the purpose of forming a Not-For-Profit corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 16 day of February, 2009.


Jeffrey S. Hersh, Esq.,
Incorporator


Calvin Gordon, as President of Board
of Directors of Sophia Outreach, Inc.

ACKNOWLEDGMENT OF REGISTERED AGENT

In compliance with the laws of Florida, the following is submitted:

Having been named the statutory Registered Agent and to accept service of process for the above stated Not-For-Profit Corporation, at the place designated herein, Jeffrey S. Hersh, Esquire hereby accepts the appointment, acknowledges that he is familiar with and accepts the obligations of such, and agrees to comply with the provisions of the Florida Corporation Act relative to keeping open said office.

DATED this 16 day of February, 2009.


Jeffrey S. Hersh, Esquire,
Registered Agent

FILED
09 FEB 20 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA