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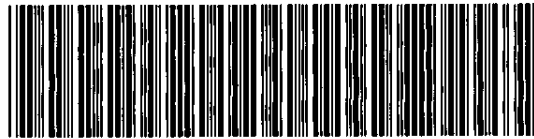
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CLERK OF SUPERIOR COURT
TALLAHASSEE, FLORIDA

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2010 APR 19 A 11:23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APR 20 2010
D.A. WHITE

COVER LETTER

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

SUBJECT: Vote for Dignity, 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: Jennifer S. Blohm, Esq.
Name (Printed or typed)

131 North Gadsden Street
Address

Tallahassee, Florida 32301
City, State & Zip

(850)878-5212
Daytime Telephone number

wcantave@hotmail.com
E-mail address: (to be used for future annual report notification)

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

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ARTICLES OF INCORPORATION

OF

VOTE FOR DIGNITY, INC.

2010 APR 19 A 11:23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of this Corporation not for profit pursuant to Chapter 617, Florida Statutes, adopts the following articles of incorporation and states as follows:

ARTICLE I

Name and Principal Place of Business

The name of the corporation is Vote for Dignity, Inc. The initial principal place of business is: 14645 NW 77th Avenue, Suite 201, Miami, Florida 33014.

ARTICLE II

Duration

The duration of this corporation shall be perpetual unless dissolved in accordance with Florida law. Corporate existence shall commence upon filing with the Secretary of State.

ARTICLE III

Purposes

The purposes for which this corporation is created and maintained shall be exclusively for the promotion of social welfare and no activities which are not permitted by an organization exempt from taxation pursuant to Section 501(c)(4) of the Internal Revenue Code, as amended, shall be permitted.

The corporation shall have the following specific powers:

- (1) To gather, analyze and disseminate data and information relating to issues impacting local communities; to advocate for the removal of obstructions to improving local communities; to support and promote issues and policies that enhance the living and

- working conditions in local communities; to mobilize local communities to become involved in the electoral process on issues affecting their communities; to advocate for legislation and policies which will further the corporation's stated goals;
- (2) To conduct fundraising activities for the production of revenues adequate to carry out the purposes of the corporation;
 - (3) To employ staff, consultants, attorneys and accountants to ensure that all regulatory provisions are abided and the goals are achieved;
 - (4) To disseminate to the public, civic and governmental organizations and other non-profit and business entities information relating to the purposes of the corporation and such other subjects as may from time to time arise;
 - (5) To exercise powers permitted by Florida law for a corporation not for profit;
 - (6) To register and function as a ballot initiative political committee pursuant to Chapter 106, Florida Statutes, or the corresponding section of any later adopted statutes if that is determined to become necessary;
 - (7) To conduct such other related activities permitted to be conducted by an organization exempt from taxation pursuant to Section 501(c)(4) of the Internal Revenue Code, as amended.

ARTICLE IV **Restrictions**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons; provided, however, 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 in Article III, hereof and to pay or reimburse the reasonable expenses of fundraising and carrying out the objectives of the corporation.

ARTICLE V
Members

The initial members of the corporation shall be the Board of Directors of the corporation.

Other classifications of membership may be established by the Board of Directors as provided in the by-laws of the corporation and may consist of separate categories of membership, each with different rights and responsibilities.

ARTICLE VI
Resident Office and Agent

The street address and city of the registered office of the corporation is:

14645 NW 77th Avenue, Suite 201
Miami, Florida 33014

The name of the initial registered agent at such address is Winie Cantave.

ARTICLE VII
Board of Directors

The number of persons constituting the Board of Directors of the corporation shall not be less than three (3) or more than ten (10). The number of Directors shall be established in the by-laws. The by-laws shall provide the process for the selection of Directors; provided, however, that the incorporator shall select the initial Directors. There shall be no limit on the number of terms a Board member may serve. The term of office of Board members shall be determined by the Board of Directors. Board members shall serve with no compensation; provided, however, the Board of Directors may authorize reimbursement of expenses incurred by Board members in conjunction with the corporation's business or other approved activities directly related to the corporation's purposes.

Nothing herein shall be construed to preclude any Director from serving the corporation in any other capacity and receiving compensation therefore.

The by-laws may provide for an Executive Committee of the Board. The Board of Directors may establish other committees as may from time to time be determined necessary and appoint the membership on such committees.

ARTICLE VIII **Officers**

The corporation shall have such Officers as may be provided for in the by-laws. The manner of selection of Officers shall also be provided for in the by-laws; however, the initial officers shall be appointed by the incorporator. The corporation shall have at least the following Officers - President/Chair, Vice President, Secretary and Treasurer.

An individual may hold more than one office in the corporation. Duties of Officers shall be described in the by-laws.

ARTICLE IX **Indemnification of Officers and Directors**

Officers and Directors shall be indemnified by the corporation against all expenses and liabilities, including attorney's fees (including any incurred in appellate proceedings), reasonably incurred in connection with any proceeding or settlement thereof in which they may become involved by reason of holding such office as provided in the by-laws. The corporation may purchase and maintain insurance on behalf of all Officers and Directors against any such liability asserted against them or incurred by them in their capacity as Officers and Directors or arising out of their status as such.

ARTICLE X
Non-Stock Basis

This corporation is organized on a non-stock basis.

ARTICLE XI
Dissolution

In the event of dissolution of this corporation, the residual assets of the corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Section 501(c) of the Internal Revenue Code of 1954, as amended, or corresponding sections of any prior or future United States Internal Revenue law or to the federal, state or local government to be used for exclusively public purposes.

ARTICLE XII
Amendments

These Articles of Incorporation may be amended by majority vote of the Directors as provided in Section 617.1002(1)(b), Florida Statutes, at a meeting called for such purpose.

ARTICLE XIII
Incorporator

The name and address of the original incorporator of this Corporation are as follows:

Winie Cantave
14645 NW 77th Avenue, Suite 201
Miami, Florida 33014

IN WITNESS WHEREOF, the undersigned incorporator, pursuant to the laws of the State of Florida does hereby make and file in the office of the Secretary of State of Florida these Articles of Incorporation and further certifies that the facts stated herein are true and correct.


WINIE CANTAVE
INCORPORATOR

VERIFICATION

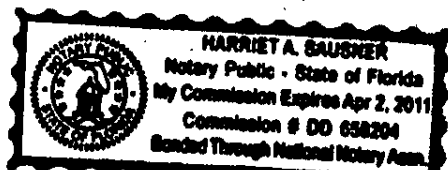
STATE OF FLORIDA)
COUNTY OF MIAMI -DADE)

The foregoing instrument was acknowledged before me this 15th day of April, 2010, by Winie Cantave, who is ☒ personally known to me or ☐ has produced satisfactory evidence of identification. (Type of Identification Produced: _____)

WITNESS my hand and seal in the County and State named above on this ____ day of April, 2010.

Harriet A. Sausner
NOTARY PUBLIC

My Commission Expires:



Notary Public: Harriet A. Sausner
Printed Name

ACCEPTANCE BY REGISTERED AGENT

Winie Cantave, the Registered Agent named in the foregoing Articles of Incorporation, by the execution of this acceptance, does hereby agree to abide by the provisions of Section 607.0501, Florida Statutes, with respect to the duties of such registered agent and agrees to maintain normal business hours at the following address: 14645 NW 77th Avenue, Suite 201, Miami, Florida 33014.

Winie Cantave
WINIE CANTAVE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA