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ATOM PRESS INC.

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Corporate Filing Menu

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ARTICLES OF INCORPORATION
OF
ATOM PRESS INC.

The undersigned, acting as sole incorporator, adopts these Articles of Incorporation and forms a not for profit corporation (the "Corporation") under the Florida Not for Profit Corporation Act (the "Act"), as follows:

ARTICLE I.

Name

The name of the Corporation is Atom Press Inc.

ARTICLE II.

Term of Existence

Corporate existence shall commence on the date the Florida Department of State files these Articles of Incorporation in accordance with Section 617.0203(1) of the Act. The Corporation shall have perpetual existence thereafter.

ARTICLE III.

Principal Office

The principal office of the Corporation shall be located at 10240 Collins Avenue, Apt. #202, Bal Harbour, FL 33154, or at such place as the Board of Directors shall establish from time to time.

ARTICLE IV.

Purposes

A. The Corporation is organized and operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States internal revenue law.

B. The specific purposes for which the Corporation is formed are to support and help authors, artists, and other persons publish and disseminate original works created in various media, including but not limited to written, musical, and audiovisual works. The Corporation shall also carry on other charitable activities associated with this goal to the extent permitted by applicable law.

ARTICLE V.

Powers

A. The Corporation shall have all powers granted by law to not-for-profit corporations subject to the limitations described elsewhere in these Articles of Incorporation and as may be required in order for the Corporation to maintain its nonprofit and tax-exempt status under both Florida law and the Internal Revenue Code of 1986, as amended from time to time, or its successor laws and regulations (the "Code").

B. No substantial part of the activities of the Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation and the Corporation shall not participate in or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

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C. Notwithstanding any other provision of these Articles of Incorporation, 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 Sections 501(c)(3) and 501(a) of the Code or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Code.

ARTICLE VI.
Limitation on Activities

No part of the net income of the Corporation shall inure to the benefit of, or be distributable to, any member, director, or officer of the Corporation or any other private individual, except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes. Nothing in these Articles restricts the Corporation from reimbursing the members for funds borrowed by the Corporation or paying reasonable compensation for services performed.

ARTICLE VII.
Dissolution

The property of the Corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of the Corporation shall ever inure to the benefit of any director, officer, or member thereof or to the benefit of any private person. Upon dissolution or winding up of the Corporation, its assets remaining after payment or provision for payment of all debts and liabilities of the Corporation shall be distributed to a nonprofit 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 Code.

ARTICLE VIII.
Members

The designation of the class or classes, the qualifications and rights of the members of each class, any quorum and voting requirements for qualifications and rights of the members of each class, any quorum and voting requirements for meetings and activities of the members, and notice requirements sufficient to provide notice of meeting and activities of the members, shall be set forth in the bylaws of the Corporation.

ARTICLE IX.
Directors

The Corporation shall have five (5) directors initially. Directors may be elected, removed from office, and hold office as provided in the bylaws of the Corporation. The number of directors may be increased or decreased from time to time as provided in the bylaws of the Corporation, provided that the Corporation shall always have at least three (3) directors. The names and addresses of the initial directors of the Corporation, who shall serve until their successor(s) are duly elected and qualified, are:

<u>Name</u>	<u>Address</u>
Janet Perez	10240 Collins Avenue, Apt. #202, Bal Harbour, FL 33154
Armando Tejuca	6436 NW 199th Terrace Hialeah, FL 33015

<u>Name</u>	<u>Address</u>
Gary Marks	1528 N. Milwaukee Avenue Chicago, IL 60622
Eduardo A. Sarasola	1717 N. Bayshore Drive, Apt. #1136 Miami, FL 33132
Arnoldo S. Torres	6505 Blue Rock Court Elk Grove, CA 95758

ARTICLE X.
Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is 10240 Collins Avenue, Apt. #202, Bal Harbour, FL 33154, and the name of its initial registered agent at such address is Janet Perez.

ARTICLE XI.
Incorporator

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

<u>Name</u>	<u>Address</u>
Janet Perez	10240 Collins Avenue, Apt. #202, Bal Harbour, FL 33154

ARTICLE XII.
Bylaws

The power to adopt, alter, amend, or repeal bylaws shall be vested in the Corporation's Board of Directors.

ARTICLE XIII.
Indemnification

The Corporation shall indemnify any member, director, or officer or any former member, director, or officer to the fullest extent permitted by law.

ARTICLE XIV.
Amendment

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

[SIGNATURE PAGE FOLLOWS ON NEXT PAGE]

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on May 31, 2010.



Janet Perez, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the above-stated Corporation, at the place designated in these Articles of Incorporation, I agree to act in this capacity, and I further agree to comply with the provisions of all statutes related to the proper and complete performance of my duties.

Dated: May 31, 2010



Janet Perez

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