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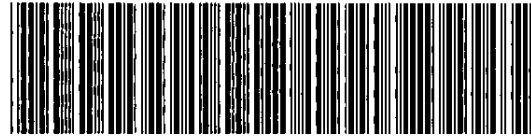
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TALLAHASSEE, FLORIDA

PS 1/7/11

HOOPER FINANCIAL SERVICES
LARRY K. HOOPER



December 7, 2010

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

Re: Articles of Incorporation for
Raise Me Up Foundation, Inc.

To Whom it may concern:

Enclosed please find two copies of the Articles of Incorporation for the Raise Me Up Foundation, Inc.

Please file the Articles with an effective date of January 1, 2011.

Please return the Certified Copy to:

Hooper Financial Services
1207 S Washington Avenue
Marshall, TX 75670-6214

Thank You:


Larry K. Hooper


Dr. Jiliann De Villiers, President
Raise Me Up Foundation, Inc.

**Articles of Incorporation for:
RAISE ME UP FOUNDATION, INC.
A Not-for-Profit Corporation**

These Articles of Incorporation were adopted by all the Officers and Directors of the organization at a meeting on the 17th day of December, 2010.

The effective date of these Articles of Incorporation shall be January 1, 2011.

**ARTICLE I
NAME and ADDRESS**

The name of the corporation shall be:
RAISE ME UP FOUNDATION, INC.

The mailing address of the corporation shall be:
3800 SW 108TH AVENUE, MIAMI, FL 33165

The principle place of address shall be:
3800 SW 108TH AVENUE, MIAMI, FL 33165

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**ARTICLE II
TERM OF EXISTENCE**

The corporation is to exist perpetually.

**ARTICLE III
PURPOSES**

The general purpose of the organization will be to operate a charitable organization 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 thereto. The Specific purposes for which this organization is being created is to: OPERATE A PRIVATE SCHOOL WITHIN THE MEANING OF CODE SECTIONS 509(a)(1) AND 170(b)(1)(A)(ii).

**ARTICLE IV
POWERS**

This corporation shall have power to purchase, own, hold, build upon, rent and/or lease property, real, personal and mixed; to receive the gift, devise or bequest property of any character whatsoever and no matter where situated, to sell, convey, mortgage and otherwise dispose of any property in any manner, acquire by it, and at any time; to contract, sue and be sued in its corporate name; to have a corporate seal should it so desire; to indemnify its directors and officers; to adopt, amend, repeal or alter such bylaws as its Board of Directors may, from time to time, hereafter adopt, and in general, to do any and all things as may be necessary or proper to carry out the objectives and purposes for which this corporation is formed, and as may be permissible by law governing non-profit corporations in the State of Florida.

**ARTICLE V
BOARD OF DIRECTORS**

Except as limited by the Articles of Incorporation the affairs of this corporation shall be managed and its corporate powers exercised by the Board of Directors. Each Director shall be appointed and may be removed by the Board of Directors by vote. The manner in which directors are elected or appointed is stated in the By-Laws of the Corporation.

**ARTICLE VI
ADDITIONAL BOARDS**

The corporation shall also have a non-governing Advocacy Board, whose members shall be appointed and may be removed by the Board of Directors and whose duties shall be identified and described in the bylaws of the corporation.

**ARTICLE VII
OFFICERS, DIRECTORS & INCORPORATORS**

The following individuals are the incorporators, and the initial officers and Directors of the corporation:

<u>Name</u>	<u>Title</u>
JILIANN DE VILLIERS 3800 SW 108 TH AVENUE MIAMI, FL 33165	PRESIDENT AND DIRECTOR
LUIS DE VILLIERS 3800 SW 108 TH AVENUE MIAMI, FL 33165	VICE-PRESIDENT AND DIRECTOR
JACQUELINE HARRIPAUL 14991 SW 70 TH STREET MIAMI, FL 33193	SECRETARY AND DIRECTOR
CRISTINA FERRERO 15902 SW 66 TH TERRACE MIAMI, FL 33193	TREASURER AND DIRECTOR
JAVIER A. LOPEZ 6330 MANOR LANE, SUITE 200 SOUTH MIAMI, FL 33143	DIRECTOR
ELENA S. MACNAMARA 5901 SW 74 TH STREET, SUITE 303 SOUTH MIAMI, FL 33143	DIRECTOR

The Board of Directors shall consist of at least FIVE members at all times who are unrelated by blood or marital relationship and who have no outside business relationship other than the conduct of the affairs of this or any other organization exempt from tax under section 501(c)(3) of the Internal Revenue Code of 1986.

ARTICLE VIII BYLAWS

The bylaws of this corporation shall be adopted, modified, or repealed by the Board of Directors.

ARTICLE IX AMENDMENTS

These Articles of Incorporation may be amended by the Board of Directors of the corporation at any regular or special meeting called by the Board of Directors for that purpose. There are no members entitled to vote on such amendments.

ARTICLE X CONDUCT OF AFFAIRS

The business and affairs of the corporation shall be conducted in a manner consistent with the provisions of the Articles of Incorporation and bylaws of the corporation. The Board of Directors shall consist of at least FIVE members at all times who are unrelated by blood or marital relationship and who have no outside business relationship other than the conduct of the affairs of this or any other organization exempt from tax under section 501(c)(3) of the Internal Revenue Code of 1986.

ARTICLE XI LIMITATIONS ON ACTIVITIES

The purposes for which the corporation is organized are to operate exclusively for religious, charitable, educational and distinct ecclesiastical 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 thereto. Such purposes shall include and be limited by the following: RAISE ME UP FOUNDATION, INC. is not organized for pecuniary gain or profit, nor shall it have the power to issue certificates of stock or declare dividends and, no part of the net earnings of the corporation shall inure to the benefit of, or be distributed to, its directors officers, or any other private persons, except 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 of the corporation. 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 any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not carry on any activities not permitted to be carried on by a corporation exempt for Federal Income Tax under section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), or a corporation, contributions to which are deductible under Sections 170 (c)(2) and 509 (a) (1) of the Internal revenue code of 1986, or the corresponding provision of any future United States Internal Revenue law.

ARTICLE XII
DISTRIBUTION OF ASSETS UPON DISSOLUTION

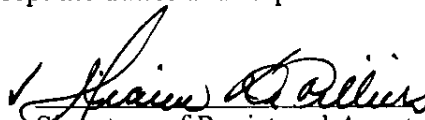
No person, firm or corporation shall ever receive any dividends or profits from the undertaking of this corporation and upon dissolution of this organization all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations selected by the Board of Directors which have qualified for exemption under Section 501(c)(3) and 170 of the Internal Revenue Code of 1986, or the corresponding provisions of any future Internal Revenue Code, or the corresponding provision of any future United States Internal Revenue Law, and none of its assets will be distributed to any officer, or director of this corporation, or any other private purpose or enterprise, The corporation may confer benefits in the form of distributions, in dissolution or otherwise, upon a not-for-profit corporation described in Section 501(c)(3) of the Internal Revenue Code of 1986 who has been recognized by the IRS as a 501(c)(3) organization.

ARTICLE XIII
REGISTERED OFFICE AND AGENT

The name and the street address of the initial registered agent is:

Registered Agent: JILIANN DE VILLIERS
Registered Office: 3800 SW 108TH AVENUE
City, State, Zip: MIAMI, FL 33165

I am hereby familiar with and accept the duties and responsibilities as registered agent for the said corporation.


Signature of Registered Agent
JULIANN DE VILLIERS

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TALLAHASSEE, FLORIDA

These Articles of Incorporation were adopted by all of the following Officers and Directors of the organization at a meeting on the 17th day of December, 2010

✓ Jiliann De Villiers
JILIANN DE VILLIERS, PRESIDENT

✓ Luis De Villiers
LUIS DE VILLIERS, VICE-PRESIDENT

✓ Jacqueline Harripaul
JACQUELINE HARRIPAUL, SECRETARY

✓ Cristina Ferrero
CRISTINA FERRERO, TREASURER

✓ Javier A. Lopez
JAVIER A. LOPEZ, DIRECTOR

✓ Elena S. Macnamara
ELENA S. MACNAMARA, DIRECTOR

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CONFORMED COPY STATEMENT

Name: RAISE ME UP FOUNDATION, INC.

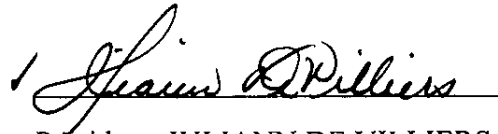
Address: 3800 SW 108TH AVENUE

City: MIAMI

State: FLORIDA

Zip: 33165

The attached **ARTICLES OF INCORPORATION** of RAISE ME UP FOUNDATION, INC., are complete and correct copies of the organizational documents which embody all the powers, principles, purposes, functions and other provisions by which the organization currently governs itself.



President, JULIANN DE VILLIERS

Date 12-7-2010

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