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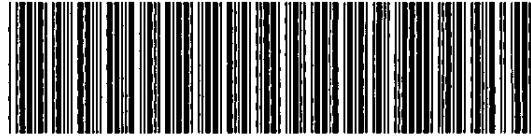
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W12000057480



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DIVISION OF CORPORATIONS
12 NOV 19 PM 1:52

11/20/12

Deborah Doty
17531 SW 12th Street
Pembroke Pines, FL 33029

12 NOV 19 PM 1:29

Date: 11/15/12

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

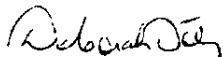
Re: creation of Sisters Acquiring Motivation Embracement, Inc.

Dear Sir/Madam

Enclosed are the Articles of Incorporation for Sisters Acquiring Motivation Embracement, Inc. Please accept this document as a filing required for the creation of a limited liability company pursuant to Chapter 617.0203, Florida Statutes. Also enclosed is a check in the amount of \$78.75 for the purpose of paying the required fee.

Contact me if you need additional information or assistance.

Sincerely,


Deborah Doty

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 14, 2012

DEBORAH DOTY
17531 SW 12TH STREET
PEMBROKE PINES, FL 33029

SUBJECT: SISTERS ACQUIRING MOTIVATION EMBRACEMENT (S.A.M.E.),
INC.
Ref. Number: W12000057480

We have received your document for SISTERS ACQUIRING MOTIVATION EMBRACEMENT (S.A.M.E.), INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Entities may file using only the entity's name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing an application and submitting the appropriate fees to this office.

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Claretha Golden
Regulatory Specialist II
New Filing Section

Letter Number: 912A00027483

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ARTICLES OF INCORPORATION
of
Sisters Acquiring Motivation Embracement, Inc.

A Florida "Not for Profit" Corporation

PREAMBLE

Article I: NAME

The name of the corporation shall be: Sisters Acquiring Motivation Embracement, Inc.

Article II: DURATION & MEMBERSHIP

The duration of the Corporation shall be perpetual. The qualification for members, if any, and the manner of their admission shall be governed by the Bylaws of the Corporation.

Article III: PRINCIPAL OFFICE & MAILING ADDRESS

The principal mailing address is: 17531 SW 12th Street, Pembroke Pines, FL 33029

Article IV: PURPOSE

The Corporation is organized exclusively for charitable, scientific and educational purposes within the meaning of § 501(c)(3) of the Internal Revenue Code, as may be amended, and will consist of the following:

1. To aid, support, and assist by gifts, contributions, or otherwise, the needs of at-risk young women, no part of the net earnings of which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.
2. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either along or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, associations, trusts, institutions, foundations, or governmental bureaus, departments or agencies.
3. All of the foregoing purposes shall be exercised exclusively for charitable, scientific and educational purposes in such a manner that the Corporation will qualify as an exempt organization under § 501(c)(3) of the Internal Revenue Code, as may be amended.

Article V: 501(c)(3) LIMITATIONS

1. **CORPORATE PURPOSES:** Notwithstanding any other provision of these articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal and State income tax under §501(c)(3) of the Internal Revenue Code, as may be amended.
2. **EXCLUSIVITY:** The Corporation is organized exclusively for charitable, scientific, and educational purposes.
3. **NO PRIVATE INUREMENT:** The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits, or dividends to the Directors, Officers, or Members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable, scientific and educational purposes no part of which shall inure to the benefit of any individual.
4. **LOBBYING & POLITICAL CAMPAIGNS:** No substantial part of the activities of the Corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.
5. **DISSOLUTION:** Upon dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under §501(c)(3) of the Internal Revenue Code to be used exclusively for charitable or educational purposes. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.
6. **PRIVATE FOUNDATION PROVISIONS:** In the event this Corporation is considered to be a "Private Foundation" by the U.S. Internal Revenue Service under provisions of the United States Code, the following provisions apply:
 - a. The Corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
 - b. The Corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

- c. The Corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- d. The Corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- e. The Corporation will not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article VI: ELECTION OF CORPORATE DIRECTORS

The directors of the Corporation shall be elected in accordance with procedures and qualifications specified in the Bylaws of the Corporation. In no event, shall the number of directors be fewer than three.

Article VII: POWERS

The powers of the Corporation shall be provided in the Bylaws of the Corporation in accordance with Chapter 617, Florida Statutes with the following limitations within the meaning of §501(c)(3) of the Internal Revenue Code, as may be amended:

- 1. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to its members, directors, officers or other private interests. However, the Corporation shall be authorized and empowered to pay a reasonable flat salary for services rendered by its employees and to make payments and other distributions in furtherance of the purposes set forth in Article IV.
- 2. Only an insubstantial amount of the activities of the Corporation shall be in furtherance of a purpose not set forth in Article IV.
- 3. Only an insubstantial amount of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, within the meaning of §501(c)(3) of the Internal Revenue Code, as may be amended, unless the Corporation elects the provisions of § 501(h) of the Internal Revenue Code, as may amended.
- 4. In no event shall the Corporation have the power to participate in, or intervene in, including the publishing or distributing of statements, any political campaign on behalf of, or in opposition to, any candidate for public office, all within the meaning of § 501(c)(3) of the Internal Revenue Code, as may be amended.
- 5. In the event the Corporation chooses to litigate, using its own staff attorneys on behalf of its members or other clients, the Corporation shall comply with the guidelines provided within Revenue Procedure 92-59, 1992- 2C.B.411-12, as may

be amended, superseded or modified. The Bylaws of the Corporation shall adopt these provisions accordingly.

Article VIII: MEETINGS

After incorporation, the appropriate members of the Corporation shall hold an organizational meeting in accordance with Chapter 617, Florida Statutes, as amended.

The board of directors of the Corporation may participate in a regular or special meeting by, or conduct the meeting through, the use of any means of communication, which allows all directors participating to simultaneously hear one another. A director participating in such a meeting is deemed present at the meeting. In the alternative, the board of directors may take actions through signed e-mail communications provided all board members agree.

Article IX: INCORPORATORS

The name and address of the incorporator are Deborah Doty at the address of 17531 SW 12th Street, Pembroke Pines, FL 33029.

Article X: REGISTERED AGENT & OFFICE

The registered agent and registered office of the Corporation are Deborah Doty at the address of 17531 SW 12th Street, Pembroke Pines, FL 33029.

EXECUTION

These Articles of Incorporation are hereby executed by the incorporator on this 15 day of November, 2012.

Deborah Doty
Deborah Doty

Acceptance By Registered Agent

I hereby accept by appointment as registered agent for Sisters Acquiring Motivation Embracement, Inc., a Florida Not for Profit Corporation.

Deborah Doty
Deborah Doty

11/15/12
Date

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