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Angela Porle (Requestor's Name)
13551 Blairstoxe Rd (Address)
(Address)
世 105-125
(Address)
(Address)  Tallahassee, fl 32301  (City/State/Zip/Phone #)
(City/State/Zip/Phone #)
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# **AMENDED AND RESTATED**

# ARTICLES OF INCORPORATION for the

# ORGANIZATION FOR THE REPEAL, AMENDMENT AND CREATION OF LAWS, INC.

## **ARTICLE I**

#### **NAME**

1.01 Name

The name of this corporation shall be the Organization for the Repeal. Amendment and Creation of Laws, Inc.

## **ARTICLE II**

#### **DURATION**

#### 2.01 Duration

The period of duration of the corporation is perpetual or until such time as the Board of Directors shall adopt a resolution recommending that the corporation be dissolved pursuant to Florida law.

### **ARTICLE III**

#### **PURPOSE**

#### 3.01 Purpose

ORACL is a non-profit corporation and shall operate exclusively to promote social welfare within the meaning of section 501(c)(4) of the Internal Revenue Code, including but not limited to: (1) developing and advocating for legislation, regulations, and government programs to promote social welfare and (2) conducting research concerning these issues.

ORACL's purpose is to defend human and civil rights secured by law and encourage people to participate in the legislative process on a local, state and federal level.

ORACL will provide a non-partisan, non-biased, grass-roots driven platform for its members to voice their issues, request that we create online polls, and poll on those issues, in an effort to ultimately repeal, amend or create laws at the local, state and federal level. As part of that platform, we will work with a legal team to provide legal opinions to our members and work

with elected representatives to assist us in drafting the proposed bills as a solution to those issues and for elected representatives to sponsor bills as they undergo the legislative process to become law.

#### 3.02 Public Benefit

ORACL is designated as a public benefit corporation.

#### ARTICLE IV

#### **NON-PROFIT NATURE**

#### 4.01 Non-profit Nature

ORACL is not organized for profit, and no part of the net earnings of this corporation shall inure to the benefit of any member of the Board of Directors or any other individual except that this corporation may make payments of reasonable compensation for services rendered.

The corporation shall not participate or intervene in any political campaign on behalf of, or in opposition to, any candidate for public office to an extent that would disqualify it from tax exemption under section 501(c)(4) of the Internal Revenue Code. The corporation shall never be operated for the primary purpose of carrying on a trade or business for profit.

Notwithstanding any provision of these Articles of Incorporation, this corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under section 501(c)(4) of the Internal Revenue Code (or the corresponding provision of any future United States internal revenue law).

ORACL is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its social welfare purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual.

#### 4.02 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of ORACL of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

#### 4.03 Dissolution

Upon termination or dissolution of ORACL, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(4) of the Internal Revenue Code or described in any corresponding provision of any successor statute)

which organization or organizations have a purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of ORACL hereunder shall be selected by the discretion of a majority of the managing body of ORACL and if its members cannot so agrèe, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against ORACL by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Florida.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a social welfare purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Florida to be added to the general fund.

#### 4.04 Prohibited Distributions

No part of the net earnings, or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, except that 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 these Articles.

#### 4.05 Restricted Activities

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

#### 4.06 Prohibited Activities

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (I) by a corporation exempt from federal income tax as an organization described by section 501(c)(4) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**ARTICLE V** 

**STOCK** 

#### 5.01 No capital stock

This corporation shall have no authority to issue capital stock

#### **ARTICLE VI**

#### **BOARD OF DIRECTORS**

#### 6.01 Governance

ORACL shall be governed by its board of directors.

#### **6.02 Initial Directors**

The manner in which Directors shall be elected or appointed shall be provided in the Bylaws of the corporation. The names and addresses of the persons who are to serve as initial Directors until their successors are elected and qualified are:

Kionn Alls, Pharm. D. ORACL 1802 North Alafaya Trail Orlando, FL 32826

Angela M. Poole, CPA 3551 Blairstone Road, #105-125 Tallahassee, FL 32301

Rasheed Karim Allen, Esq. Allen Dawson, PLLC 390 North Orange Ave, Suite 2300 Orlando, FL 32801

# **ARTICLE VII**

#### **MEMBERSHIP**

#### 7.01 Membership

ORACL shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

# **ARTICLE VIII**

#### **AMENDMENTS**

#### 8.01 Amendments

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

# **ARTICLE IX**

#### **ADDRESSES OF THE CORPORATION**

#### 9.01 Corporate Address

The physical address of the corporation is:
ORACL
1802 North Alafaya Trail
Orlando, FL 32826

The mailing address of the corporation is: ORACL 1802 North Alafaya Trail Orlando, FL 32826

# **ARTICLE X**

#### Appointment of registered agent

#### 10.01 Registered Agent

The registered agent of the corporation shall be: Kionn Alls, Pharm. D. ORACL 1802 North Alafaya Trail Orlando, FL 32826

# **ARTICLE XI**

#### **INCORPORATOR**

The incorporator of the corporation is as follow:

Rasheed Karim Allen, Esq. Allen Dawson, PLLC 390 North Orange Ave, Suite 2300

#### Orlando, FL 32801

# Certificate of Adoption of Amended and Restated Articles of Incorporation

We, the undersigned, do hereby certify that the above stated Amended and Restated Articles of Incorporation of The Organization for the Repeal, Amendment and Creation of Laws, Inc. were approved by the Board of Directors on 1/1/2014 as the corporation has no members.

Names, addresses and signatures of all directors and incorporators.

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ORACL (

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Orlando, FL 32826

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3551 Blairstone Road?#105-125

Tallahassee, FL 32301

Rasheed Karim Allen, Esq.

Allen Dawson, PLLC

390 North Orange Ave, Suite 2300

Orlando, FL 32801

#### Acknowledgment of consent to appointment as registered agent

I, Kionn Alls agree to be the registered agent for the ORACL as appointed herein.

Registered Agent

Date: 30 DEC 2013