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#### **COVER LETTER**

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

SUBJECT: Grove for Ghana, 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 \$87.50

Filing Fee, Filing Fee, & Certified Copy Certified Copy

& Certificate

ADDITIONAL COPY REQUIRED

FROM: Kyle P. Egger

Name (Printed or typed)

2000 S. Dixie Hwy, Suite 112

Address

Miami, FL 33133

City, State & Zip

305-573-1550

Daytime Telephone number

kyle.egger@nearingfirm.com

E-mail address: (to be used for future annual report notification)

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

## ARTICLES OF INCORPORATION Of GROVE FOR GHANA, INC.

13 OCT 22 PM

The undersigned incorporator delivers these Articles of Incorporation desiring order to form a Non-Profit corporation under the Non-Profit Corporation Law of the Florida Business Corporation Act, does hereby certify:

#### ARTICLE I Name

The name of the Corporation shall be GROVE FOR GHANA, INC.

#### ARTICLE II Principal Office

The place in this state where the principal office of the Corporation is to be located is the City of Miami, Miami-Dade County, at the address of 3460 Royal Road, Miami, Florida 33133, c/o St. Hugh Catholic Church, and its mailing address is the same.

#### ARTICLE III Purpose

Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

#### ARTICLE IV Manner of Election

The manner in which the directors are elected and appointed is as per the Corporation's by-laws.

#### ARTICLE V Initial Directors

Name: Address:

Manuel A. Segarra, III 3460 Royal Road

President & Director Miami, FL 33133

Angel Fernandez 3460 Royal Road
Vice President & Director Miami, FL 33133

Robert Dudley 3460 Royal Road
Transpurer & Director Mismi FL 22122

Treasurer & Director Miami, FL 33133

Andrea Kelly Hughes 3460 Royal Road Secretary & Director Miami, FL 33133

Brenda Urdaneta 3460 Royal Road Fundraising Chair & Director Miami, FL 33133

#### ARTICLE VI Limitations on Activities

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, 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 Article Third hereof. 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 or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, 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 section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

### ARTICLE VII Dissolution

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

## ARTICLE VIII Registered Agent

Michael G. Nearing, P.A.

2000 South Dixie Highway, Suite 11

Miami, FL 33133

## ARTICLE IX Incorporator

Kyle P. Egger

2000 South Dixie Highway, Suite 112

Miami, FL 33133

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Signature of Registered Agent Michael G. Navivy P.A.

Date

I submit this document and affirm the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Signature of Incorporator

Date