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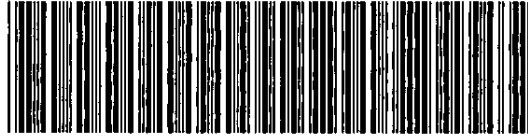
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2015 FEB 18 PM 1:17  
SECRETARY OF STATE  
ALLAHASSEE, FLORIDA

eff 2/15  
KWS  
2/23/15

Delia R Kennedy, Business Consultant  
10211 SW 13 Street Miami, FL 33174  
786-556-1397

February 15, 2015

Original Filing  
Division of Corporations Division of Corporations  
6327 Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

RE: NAME OF CORPORATION: THE AGENCY FOR COMMUNITY EMPOWERMENT INC

FEDERAL EMPLOYER ID# 47 3132718

DOCUMENT NUMBER: N2015\_\_\_\_\_

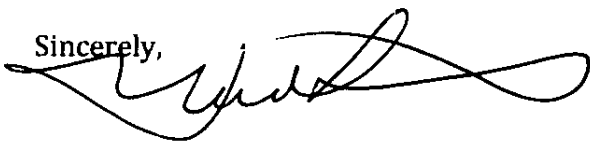
Dear Staff:

The enclosed Original **Articles of Incorporation** and fee are submitted for filing. It is urgent that they are posted immediately due to the fact that my clients are in the process of soliciting funding for their business and need to open their bank account. Please return all correspondence and inquiries concerning this matter to the following:

Delia Rosa Kennedy  
[DeliaRKennedy@gmail.com](mailto:DeliaRKennedy@gmail.com)  
10211 SW 13 Street  
Miami, FL 33174

Enclosed is a check in the amount of \$87.50 for the Filing Fee, Certificate of Status, and Certified Copy. For further information concerning this matter, please call Delia R Kennedy at 786-556-1397 or Email [DeliaRKennedy@gmail.com](mailto:DeliaRKennedy@gmail.com)

Sincerely,



Delia R Kennedy, Consultant Email: [DeliaRKennedy@gmail.com](mailto:DeliaRKennedy@gmail.com)  
The Agency for Community Empowerment, Inc  
786-556-1397

eff  
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**ORIGINAL ARTICLES  
ARTICLES OF INCORPORATION FOR  
THE AGENCY FOR COMMUNITY EMPOWERMENT, INC.  
A Florida Not for Profit Corporation**

Pursuant to the provisions of section 617.1006, Florida Statutes, this Florida Not For Profit Corporation adopts the original Articles of Incorporation dated February 15, 2015

FILED  
2015 FEB 18 PM 1:11  
SECRETARY OF STATE  
TALLAHASSEE, FL 32399

**ARTICLE I - NAME OF THE CORPORATION**

The name of the Corporation is The Agency for Community Empowerment, Inc.

**ARTICLE II - PRINCIPAL PLACE OF BUSINESS**

The principal place of business of the Corporation is to be located in the City of Miami, Miami Dade County, Florida. The address of the Corporation's principal office is 1399 NW 17th Avenue Suite 308 Miami, FL 33125.

**ARTICLE III - INCORPORATOR AND REGISTERED AGENT**

The Incorporator of the Corporation is Delia R Kennedy living at 10211 SW 13 Street Miami, FL 33174.

The Registered Agent for the Corporation is Mileyka Burgos with address at 1399 NW 17th Avenue Suite 308 Miami, FL 33125

**ARTICLE IV - PURPOSE**

**The Agency for Community Empowerment, Inc** is organized exclusively for charitable and educational 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.

**The Agency for Community Empowerment, Inc** is a non-profit 501 © 3 organization founded on an individualized platform and focused on community needs using innovative civic engagement strategies to empower people, celebrate culture, and develop communities that foster sustainability, identity and economic development. We envision a sustainable community of empowered individuals who identify with their neighborhood as it is reflective of their culture and dynamic diversity. By promoting community empowerment, we uplift the community by helping businesses and families attain their maximum potential. We strive to provide, guide and empower the community to be self-sufficient and aware of the services and information that will help individuals and businesses succeed as a unit. The organization's passion is to promote, nurture and enhance a deeper appreciation of self-worth, self-identity, culture and economic development through community engagement initiatives and quality of life enhancement. The organization's culture is diverse with a multi-faceted service programming as it relates to empowerment and sustainability by extending maximum accessibility in a broad range

of programs that strive to develop businesses and individual's culture, interests and abilities. Our organization's outreach efforts are targeted at reaching underserved businesses and families in at risk communities and ethnic enclaves by infusing a sense of belonging and community identity through high quality multi-cultural experiences with a holistic community engagement approach.

#### **ARTICLE V - ACTIVITIES**

**The Agency for Community Empowerment, Inc** will use best practices when providing direct service and developing activities for communities in need. The organization's activities include but are not limited to educational initiatives that foster empowerment, cultural activities that promote community identity, as well as historical and cultural preservation activities that promote sustainability, culture and inclusion for communities, businesses and families. The organization will rely on a strong, skilled, culturally-diverse leadership; a stable organizational structure in terms of board development, highly-qualified staff and funding; a clear sense of mission that includes a long- term stake in the community; and an overall strategy that allows the organization to build on its defeats and its victories. These attributes do not emerge overnight. Our working ethics will evolve in mobilizing community businesses, individuals, resident and stakeholders that can play a key role in awakening positive change and cultural influence.

**The Agency for Community Empowerment, Inc** platform is guided by simple but vital principles that foster exemplary leaders and healthy communities. These values can be characterized as partnership, leadership, sustainability, service, dedication, integrity, empowerment, entrepreneurship, accountability, ethics, moral values, education, professionalism, solidarity, honesty and prosperity.

Community empowerment should be seen as involving far more than just shaping and providing services. Having 'empowered' individuals do not necessarily mean that we have empowered communities; community empowerment happens in a collective, rather than only personal, setting; community empowerment should be seen as an integral part of working, as a process which focuses on how we work in empowering ways; and as an outcome - for both communities and agencies; a change which is enduring and is intended to improve the quality of life for communities and their environment. Community empowerment is about working in ways which empower people - ways in which people feel 'confident' that they - and the groups they are involved in - are inclusive and organized; that networks are formed, are cooperative and support each other and - ultimately - they are influential. Community empowerment is about working in a way which increases peoples skills, knowledge and confidence - and instills a belief that they can make a difference; Community empowerment is about working in a way which recognizes that discrimination exists; therefore, it promotes equality of opportunity and good relations between groups. It challenges inequality and exclusion on issues and concerns in organizations and groups that are open, democratic and accountable. Community empowerment is working in ways which builds positive relationships across groups, identifies common messages, develops and maintains links to national bodies and promotes working partnership.

#### **ARTICLE VI- POWERS**

1. To exercise all such power and authority as may be necessary to carry out the purposes above-specified. This Corporation is organized exclusively for educational and charitable purposes as specified under section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future tax code.
2. To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes or the attainment of any of the purposes or the furtherance of any of the powers herein set forth and to the same extent as natural persons might or could do, either alone or through the agency of other corporations, organizations, foundations, institutions, governmental bodies or individuals, and to do every other act or acts, thing or things, incidental or appurtenance to or growing out of or connected with the aforesaid purposes or any part or parts thereof, and to do all things not forbidden by the laws of the United States, the State of Florida, or any state where this Corporation is duly qualified, and with all the powers conferred upon corporations by the laws of said states.
3. All the powers granted to corporations not for profit by section 617 of the Florida Status, and all other further powers that Florida Statutes may grant in the future to such corporations.
4. To acquire, receive, purchase, take by gift, grant, devise, bequest or otherwise, real, personal, and mixed property of every kind and description, wheresoever's the same may be situated and without limit as to amount, including, without limiting the generality of the foregoing, money, lands, buildings, mortgages, shares, stocks, or to other securities of any donor; and to hold, invest, reinvest, use, mortgage, pledge, sell, lease, assign, give, exchange, transfer or otherwise, dispose of the same at pleasure.
5. To borrow money from any person, firm, or corporation and to issue notes or obligations of the corporation from time to time for any of the purposes of the Corporation and secure the same by lawful means; to enter into, make, perform and carry out contracts of any kind or nature for any of the objects or purposes of **The Agency for Community Empowerment, Inc**
6. To acquire, hold, operate and dispose of any and all privileges, rights, franchises and concessions, and to buy, lease, sell, mortgage and exchange any and all real and personal property which may be necessary, advantageous or proper in the conduct of its business; to purchase equipment and supplies and to do all things necessary to carry out the purposes of **The Agency for Community Empowerment, Inc**
7. To receive gifts, legacies, and donations from any source and to make gifts, donations, and appropriations from any and all of its resources from time to time to carry out the purposes of **The Agency for Community Empowerment, Inc**
8. To perform and be organized exclusively for educational and charitable 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 corresponding section of any future federal tax code. Charitable purposes in its generally

accepted legal sense and includes relief of the poor, the distressed, or the underprivileged; advancement of education; erecting or maintaining public buildings, monuments, or works; lessening the burdens of government; lessening neighborhood tensions; eliminating prejudice and discrimination; defending human and civil rights secured by law; and combating community deterioration.

9. Nothing herein contained shall be deemed to authorize the Corporation to engage in any activity or activities which are contrary to the Florida law on corporations not for profit. The Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the code, or by an organization contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended.

10. This Corporation shall not, as a substantial part of its activities, carry out propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statement or otherwise) in any political campaign on behalf of any candidate for public office.

11. Except as limited by these Articles of Incorporation or its Bylaws, the Corporation shall have and exercise all rights and powers in furtherance of its purposes as are now or may hereinafter be conferred on not-for-profit corporations under the laws of the State of Florida.

#### **ARTICLE VII- MEMBERS**

**The Agency for Community Empowerment, Inc** and or any future fictitious named entities under its corporate umbrella shall have no members

#### **ARTICLE VIII - BOARD OF DIRECTORS**

The founding members and visionaries of **The Agency for Community Empowerment, Inc** are Johnny Matthews, Mileyka Burgos and Sergio Guerrero. The founding members shall be the initial members of the Corporation's Board of Trustees. Qualification of new members and the manner of their admission shall be as prescribed in the Bylaws.

The Board of Trustees is the governing body of the Corporation and it may elect other members and assign officers as they may deem necessary. Officers are defined as those who manage the daily affairs of the Corporation. The founding members will initially serve as officers until the Board of Trustees officially appoints the officers. The Board of Trustees of the Corporation shall consist of a President, Vice-President, Treasurer, Secretary and Board Members. The initial members of Board of Trustees are:

|                  |                         |   |
|------------------|-------------------------|---|
| Mileyka Burgos,  | President               | 1399 NW 17th Avenue Suite 308 Miami, FL 33125             |
| Sergio Guerrero, | Vice President          | 1399 NW 17 <sup>th</sup> Avenue Suite 308 Miami, FL 33125 |
| Johnny Matthews  | Secretary/<br>Treasurer | 1399 NW 17 <sup>th</sup> Avenue Suite 308 Miami, FL 33125 |

**ARTICLE IX - VOTING RIGHTS**

The Corporation shall be governed by a Board of Trustees. The Voting members of the Board of Trustees shall not be less than three (3) as prescribed by the Bylaws. The Trustees shall be selected for the terms and in the manner set forth by the Bylaws.

**ARTICLE X - EFFECTIVE DATE**

The effective date for this Corporation shall be February 15, 2015

**ARTICLE XI - LIMITATION ON ACTIVITIES**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any Member, Trustee, 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), and no Member, Trustee, or Officer of the Corporation, or any other private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

**ARTICLE XII - DISSOLUTION**

Upon the dissolution of the Corporation, the Members of the Corporation shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation to an organization exempt from taxation under Section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to state or local government, for a public purpose.

**ARTICLE XII - INDEMNIFICATION**

The Corporation shall indemnify any Trustee or Officer or former Trustee or Officer for expenses and costs (including attorney's fees) actually and necessarily incurred thereby in connection with any claim asserted against that person, by action or otherwise, by reason of such person being or having been such Trustee or Officer, except in relations to matters to which such person shall have been guilty of gross negligence or willful malice with respect to the matter in which indemnity is sought. By order of the Trustees, the Corporation may, under comparable terms and limitations indemnify employees and agents of the Corporation on behalf of the Corporation.

**ARTICLE XIII - BYLAWS**

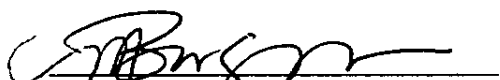
The Board of Trustees shall provide such Bylaws for the conduct of its business and the carrying out of its purpose as it may be deemed necessary including those of its founder(s), visionary and Governance. The Bylaws may be amended by the Board of Trustees at any regular or special meeting of the Board of Trustees by a two-thirds majority vote of all active Trustees.

**ARTICLE XII - AMENDMENT TO ARTICLES**

Articles of Incorporation may be amended at a regular meeting of the Board of Trustees by a two-third majority vote of all active Trustees, provided that such amendment does not contravene the purposes of the Corporation as set out in these Articles of Incorporation and would not adversely affect its status as an organization qualifying under Section 501(c) (3) of the Internal Revenue Code.

**ARTICLE XIII REGISTERED AGENT**

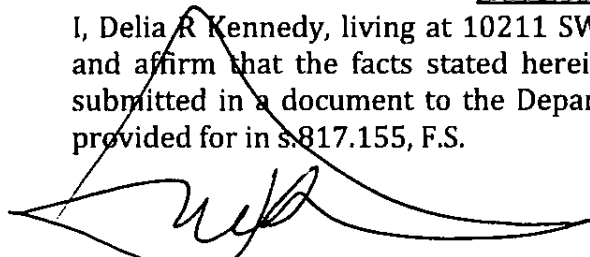
I, Mileyka Burgos, with address at 1399 NW 17th Avenue Suite 308 Miami, FL 33125 hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

  
Mileyka Burgos, Registered Agent

Date: February 15, 2015

**ARTICLE IX INCORPORATOR**

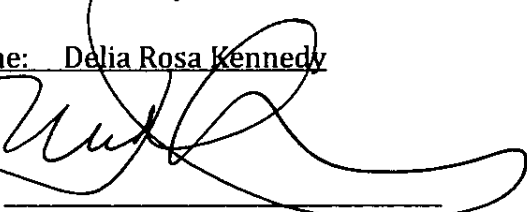
I, Delia R Kennedy, living at 10211 SW 13 Street Miami, FL 33174 submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

  
Delia R Kennedy, Incorporator

Date: February 15, 2015

**CREATION AND SUBMISSION OF ORIGINAL ARTICLES**

These articles were adopted by the Board of Trustees and the number of votes cast for the original articles was sufficient for approval. An original copy of these original articles of **The Agency for Community Empowerment, Inc** will reside with the Secretary of State Division of Corporations.

Print Name: Delia Rosa KennedySignature 

Date: February 15, 2015