# N1500006494

(Requestor's Name)		
(Address)		
(Address)		
(Address)		
(0)	- 101 - 171 /DI	
(Cri	y/State/Zip/Phone	÷#)
PICK-UP	MAIT	MAIL
(Business Entity Name)		
(Document Number)		
Certified Copies Certificates of Status		
Special Instructions to Filing Officer:		

Office Use Only



700277210947

09/21/15--01042--009 \*\*35.00

CEID SEP ZI PH 2: 32
COURTINEY OF STATE
CALL AHASSEF, FLORIDA

SEP 2 5 2015 C. CARROTHERS

16080 SW 49<sup>th</sup> Court Miramar, Florida 330277 Phone: (954) 442-0401

E-mail address: mdcounsel@gmail.com

September 14, 2015

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

-47

TO: Addendum Section Division of Corporations

**NAME OF CORPORATION:** WOMEN CENTER FOR EDUCATIONAL, CULTURAL, HISTORICAL, & SCIENTIFIC RESEARCH, Inc.

**DOCUMENT NUMBER:** N15000006694

The enclosed Articles of Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

WOMEN CENTER FOR EDUCATIONAL, CULTURAL, HISTORICAL, & SCIENTIFIC RESEARCH, INC.

16080 SW 49th Court Miramar, Florida 330277

Phone: (954) 442-0401

E-mail address: mdcounsel@gmail.com

Enclosed is a check for the following amount made payable to the Florida Department of State:

\$35.00 Filing Fee.

For further information concerning this matter, please call: Daniel Dume-Charles at (954) 442-0401.

Sincerely,

Daniel Dume-Charles, Founder/President

EIN: 47-4515584

# WOMEN Center for Educational, Cultural, Historical & Scientific Research

A FLORIDA Non-profit Corporation

# AMENDED ARTICLES OF INCORPORATION

#### ARTICLE I NAME

1.01 Name

2815 SEP 21 PM 2: 32 CECRETARY OF STATE CHICAHASSLE FLORIDA

The name of this corporation shall be WOMEN CENTER FOR EDUCATIONAL, CULTURAL, HISTORICAL & SCIENTIFIC RESEARCH. The business of the corporation may be conducted as WOMEN CENTER FOR EDUCATIONAL, CULTURAL, HISTORICAL & SCIENTIFIC RESEARCH or WCECHISR.

#### ARTICLE II DURATION

#### 2.01 Duration

The period of duration of the corporation is perpetual.

### ARTICLE III PURPOSE

#### 3.01 Purpose

WOMEN CENTER FOR EDUCATIONAL, CULTURAL, HISTORICAL & SCIENTIFIC RESEARCH is a non-profit corporation and shall operate exclusively for educational and charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code.

The deleterious effects of oppression and miseducation continue to create discord among nations. However, the most affected are women whose voices are not heard. The purpose of WOMEN CENTER FOR EDUCATIONAL, CULTURAL, HISTORICAL & SCIENTIFIC RESEARCH is to encourage lifelong learning, research, publications and cultural awareness among underprivileged women around the world. WOMEN CENTER FOR EDUCATIONAL, CULTURAL, HISTORICAL & SCIENTIFIC RESEARCH believes that one of the ways to help combat gender inequalities around the world is through the proliferation of well researched and published works performed by women with firsthand experience on the subject matters. We aim to create a platform to facilitate such works.

EIN: 47-4515584

#### ARTICLE IV NON-PROFIT NATURE

#### 4.01 Non-profit Nature

WOMEN CENTER FOR EDUCATIONAL, CULTURAL, HISTORICAL & SCIENTIFIC RESEARCH is organized exclusively for cultural, 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 corresponding section of any future federal tax code. No part of the net earnings WOMEN CENTER FOR EDUCATIONAL, CULTURAL, HISTORICAL & SCIENTIFIC RESEARCH 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 the purpose clause hereof.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

WOMEN CENTER FOR EDUCATIONAL, CULTURAL, HISTORICAL & SCIENTIFIC RESEARCH 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 educational and charitable 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. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

#### 4.02 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of WOMEN CENTER FOR EDUCATIONAL, CULTURAL, HISTORICAL & SCIENTIFIC RESEARCH 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 the WOMEN CENTER FOR EDUCATIONAL, CULTURAL, HISTORICAL & SCIENTIFIC RESEARCH, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

EIN: 47-4515584

The organization to receive the assets of the WOMEN CENTER FOR EDUCATIONAL, CULTURAL, HISTORICAL & SCIENTIFIC RESEARCH hereunder shall be selected by the discretion of a majority of the managing body of the WOMEN CENTER FOR EDUCATIONAL, CULTURAL, HISTORICAL & SCIENTIFIC RESEARCH and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the WOMEN CENTER FOR EDUCATIONAL, CULTURAL, HISTORICAL & SCIENTIFIC RESEARCH 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 charitable 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 Article III, Section 3.01.

#### 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)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (II) 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 V BOARD OF DIRECTORS

5.01 Governance

EIN: 47-4515584

WOMEN CENTER FOR EDUCATIONAL, CULTURAL, HISTORICAL & SCIENTIFIC RESEARCH shall be governed by its board of directors.

#### 5.02 Initial Directors

The amended directors of the corporation shall be Daniel Dumé-Charles, Bayyinah Bello, and Ginette Perodin Mathurin.

#### ARTICLE VI MEMBERSHIP

#### 6.01 Membership

WOMEN CENTER FOR EDUCATIONAL, CULTURAL, HISTORICAL & SCIENTIFIC RESEARCH 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 VII AMENDMENTS

#### 7.01 Amendments

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

# ARTICLE VIII ADDRESSES OF THE CORPORATION

#### 8.01 Corporate Address

The address of the corporation is:

WOMEN CENTER FOR EDUCATIONAL, CULTURAL, HISTORICAL & SCIENTIFIC RESEARCH 16080 SW 49<sup>th</sup> Court

Miramar, Florida 33027

The mailing address of the corporation is:

WOMEN CENTER FOR EDUCATIONAL, CULTURAL, HISTORICAL & SCIENTIFIC RESEARCH
16080 SW 49th Court
Miramar, Florida 33027

#### ARTICLE IX

EIN: 47-4515584

#### **APPOINTMENT OF REGISTERED AGENT**

#### 9.01 Registered Agent

The registered agent of the corporation shall be:

Daniel Dume-Charles 16080 SW 49th Court Miramar, Florida 33027

#### ARTICLE X INCORPORATOR

The incorporators of the corporation are as follow:

Daniel Dume-Charles 16080 SW 49th Court Miramar, Florida 33027

#### **CERTIFICATE OF ADOPTION OF ARTICLES OF INCORPORATION**

We, the undersigned, do hereby certify that the above stated Articles of Incorporation of WOMEN CENTER FOR EDUCATIONAL, CULTURAL, HISTORICAL & SCIENTIFIC RESEARCH were approved by the board of directors on June 13, 2015 and constitute a complete copy of Articles of Incorporation of the WOMEN CENTER FOR EDUCATIONAL, CULTURAL, HISTORICAL & SCIENTIFIC RESEARCH

Bayyinah Bello 16080 SW 49<sup>th</sup> Court Miramar, Florida 33027 Ginette P. Mathurin 16080-SW 49<sup>th</sup> Court Miramar Florida 33027

FINET

Daniel Dume-Charles 1663 Remsen Avenue Brooklyn, New York 11236.

BAYYINAH BELLO

**DANIEL DUME-CHARLES** 

ACKNOWLÉDGMENT OF CONSENT TO APPOINTMENT AS REGISTERED AGENT

I, Daniel Dume-Charles, agree to be the registered agent for CENTER FOR EDUCATIONAL, WOMEN CULTURAL, HISTORICAL & SCIENTIFIC RESEARCH as appointed herein.

Daniel Dume-Charles, Registered Agent

Date: