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NOTARY OF STATE
TALLAHASSEE, FLORIDA

9/17/15

COVER LETTER

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

SUBJECT: AKSUM CENTER, INC.
(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed is an original and ^{two (2)}~~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
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Reginald Burton
Name (Printed or typed)

80 N.E. 207th Street
Address

Miami, FL 33179
City, State & Zip

786-344-1704
Daytime Telephone number

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15 SEP -8 PM 2:34
TALLAHASSEE, FLORIDA
DEPARTMENT OF STATE

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

ARTICLES OF INCORPORATION
OF
AKSUM CENTER, INC.

FILED
15 SEP -8 PM 2:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A NON-PROFIT CORPORATION

We, the undersigned incorporator(s), in order to form a non-profit corporation under Chapter 617 of the laws of the state of Florida, adopt the following Articles of Incorporation:

ONE: Name. The name of this corporation is Aksum Center, Inc.

TWO: Principal Office: The principal office and mailing address of the Corporation is:

Aksum Center, Inc.
80 N.E. 207th Street
Miami, FL 33179

The effective date of incorporation shall be when filed by the Secretary of State.

THREE: Tenure: The duration of this corporation shall be perpetual

FOUR: Purposes. The purposes of the Aksum Center, Inc. shall be to function as a community based organization and implement a social and economic development strategy that will benefit low and moderate residents within targeted and designated areas.

This corporation is organized exclusively for one or more of the charitable, religious, educational or scientific purposes as specified in Section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the distribution of funds and other services to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding sections of any future federal tax code, or amendments to the current Code.

FIVE: Incorporator. The name and address of the initial incorporator of this corporation is: Henry Flood, 20335 West Country Club Drive, #1009, Aventura, FL 33180. The powers of the initial incorporator shall terminate upon issuance of a corporate charter by the State of Florida.

SIX: DIRECTORS: The Board shall consist of not less than three (3) nor more than nine (9) directors. Each director shall hold office for a term of three (3) years. Vacancies existing by

reason of resignation, death, incapacity or removal before the expiration of his/her term shall be filled by a majority vote of the remaining directors. Directors will elect their successors. A director elected to fill a vacancy shall be elected for the unexpired term of that director's predecessor in office. The names and addresses of the initial directors are set forth below, and their initial term of office shall be three years.

Reginald F. Burton – 80 N.E. 207th St. Miami Gardens, Fla. 33179 – 786-344-1704

J.W. Johnson – 17225 Hamlin Blvd. Loxahatchee, Fla.- 786-258-1073

Paul Perdue – 4603 Rivercliff Drive, Lilburn, Ga. 30047- 866-929-6674

The Board of Directors is expressly authorized to amend these Articles of Incorporation and to make, amend or repeal the Bylaws of the corporation subject to the limitation that such amendments and actions shall be in conformity with all state or federal rulings concerning the exempt status of the corporation, and shall in no way imperil the tax exempt status of the corporation. The Board shall have such further powers as conferred by the Florida Nonprofit Corporation Act.

SEVEN: Registered Agent The name and address of the registered agent of this corporation is:

Reginald F. Burton
80 N.E. 207th Street
Miami, FL 33179.

EIGHT: Non-Membership. The Corporation is not a membership organization nor is it an institution of higher learning within the meaning of the laws of the State of Florida. Nothing in these Articles of Incorporation or the Bylaws of the Corporation shall preclude the offering of non-credit private or public educational seminars pursuant to the exempt purposes herein expressed.

NINE: Corporate Management. The activities and affairs of the corporation shall be managed by a Board of Directors. The Board of Directors shall be elected at the annual meeting of the corporation and/or in the manner as may be specified in the Bylaws. A quorum shall consist of a majority of the board, and shall be necessary to transact official business. Officers, directors and Board members shall serve in their respective offices until their successors are duly qualified and seated in the manner specified in the Bylaws.

TEN: Officers. The officers of the Board shall be a President, Vice-president, Secretary-

Treasurer and such subordinate officers as the Board may designate or as specified in the Bylaws. The Officers of the corporation shall manage the day to day affairs of the corporation subject to any limitations contained in the Bylaws. The officers shall have the authority to affix the seal of the corporation to official documents.

ELEVEN: Loans Prohibited. The Board of Directors shall not authorize loans to themselves or to any officer or director of the corporation. No funds of the corporation shall be expended unless authorized by an officer of the corporation. Re-imbursement checks shall not be drawn to any individual or corporation unless supported by invoices, orders or other supporting documentation. The Bylaws of the corporation shall specify the scope and manner in which policies and procedures for the management of corporate funds shall be developed.

TWELVE: Funding. The corporation is authorized to apply for and accept grants, contracts, cooperative agreements, and donations from government agencies, foundations, corporations and individuals. The corporation is also authorized to enter into agreements and memorandums of understanding with governmental organizations, foundations, corporations and other non-profit organizations provided that such instruments are in furtherance of the corporation's exempt purposes. The board is authorized to issue bonds or secure loan financing from public or private sources in furtherance of its exempt purposes.

THIRTEEN: Meetings. The meetings of the corporation may be held within or outside of the State of Florida. Meetings may be held in person, by telephone conference, by internet, or any other electronic means approved by the Board. The books of account shall normally be kept in the State of Florida but may be kept at other locations if approved by the Board.

FOURTEEN: Officer Liability. The officers and directors of the corporation shall not be liable to the corporation for monetary damages for a breach in fiduciary duties unless the breach involves (1) a matter of loyalty to the corporation; (2) acts or omissions not in good faith, or that involve intentional misconduct or knowing violation of law; (3) a transaction from which the offender derived an improper personal benefit.

FIFTEEN: Political Activities. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this 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.

SIXTEEN: Personal Benefits. No part of the net earnings of this corporation shall inure to the personal benefit of, or be distributable to, its members, directors, officers, or other private

persons, except that this 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.

SEVENTEEN: Exempt Functions. Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation to which contributions are deductible under Section 170(c)(2) of the Internal Revenue Code.


EIGHTEEN: Amendments. A two thirds majority of the Board of Directors may amend the Articles of Incorporation at a regular or special meeting called for that purpose. All proposed amendments to the Articles of Incorporation must first be introduced for discussion and debate at a previous meeting prior to the convening of a regular or special meeting to adopt or reject the proposed amendments. Regardless of the number of amendments, the Articles of Incorporation shall always be displayed as a whole and conformed document so as to avoid confusion regarding its meaning or completeness. The Secretary shall maintain a table of amendments together with any minutes and documentation pertaining to each amendment action so that the history of amending actions can be traced and documented.

NINETEEN: Dissolution. Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, all for a public purpose.


HENRY FLOOD
Incorporator

8/5/2015
Date

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.


REGINALD BURTON
Registered Agent

9/3/15
Date

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15 SEP - 8 PM 2:34
CLERK OF STATE
TALLAHASSEE, FLORIDA