

NI5000010163

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(City/State/Zip/Phone #)

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(Business Entity Name)

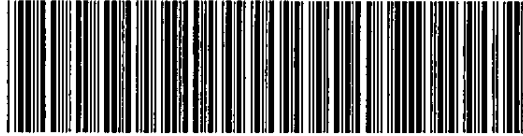
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09/11/15--01015--012 \*\*78.75

15 OCT -6 AM 9:59



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

September 22, 2015

SABRINA TROTTER  
7117 SW ARCHER ROAD LOT 129  
GAINESVILLE, FL 32609

RECEIVED OCT 06 2015

SUBJECT: UNDER MY WINGS CORPORATION  
Ref. Number: W15000062874

We have received your document for UNDER MY WINGS CORPORATION and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Only one set of articles required.,

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Tyrone Scott  
Regulatory Specialist II  
New Filings Section

Letter Number: 215A00019983

## COVER LETTER

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

**SUBJECT:** Under My Wings Corporation

(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  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

**FROM:** Sabrina Trotter  
\_\_\_\_\_  
Name (Printed or typed)  
  
7117 SW Archer Road Lot 129  
\_\_\_\_\_  
Address  
  
Gainesville, Florida 32609  
\_\_\_\_\_  
City, State & Zip  
  
684-215-2927  
678  
\_\_\_\_\_  
Daytime Telephone number

\_\_\_\_\_  
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

In Compliance with Chapter 617, F.S., (Not for Profit)

### ARTICLE 1

The name of the corporation is Under My Wings, Corporation

### ARTICLE 2

#### PURPOSE OF CORPORATION

The Corporation is organized exclusively for charitable, religious 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.

### ROHIBITIONS ARTICLE 3

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 second hereof.

No substantial part of the activities of Under My Wings, corporation shall be 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.

### DIRECTORS ARTICLE 4

The directors shall be elected by a majority vote of the members of this corporation.

### TERM OF EXISTENCE ARTICLE 5

This corporation shall have perpetual existence.

### CAPITAL STOCK ARTICLE 6

This corporation shall have no capital stock and shall be composed of members rather than stockholders.

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## **ARTICLE 7- QUALIFICATIONS OF MEMBERSHIP**

The categories of membership, qualifications for membership and the manner of admission shall be as set forth in and regulated by the By Laws of the Corporation.

## **ARTICLE 8- VOTING RIGHTS**

Members of the Corporation will have such voting rights as are provided in the By Laws of the Corporation.

## **ARTICLE 9- LIABILITIES FOR DEBTS**

Neither the members nor the members of the board of directors or officers of the corporation shall be liable for the debts of the corporation.

## **ARTICLE 10**

### **REGISTERED OFFICE AND REGISTERED AGENT**

The name and address of the registered agent of this corporation is Natasha Metellus- 7117 SW Archer Rd Lot 129\* Gainesville, Florida 32608

### **PRINCIPAL OFFICE ARTICLE 11**

The address of the principal office and the mailing address of this corporation is Under My Wings Corporation. 7117 SW Archer Rd Lot 129\* Gainesville, Florida 32608

### **INCORPORATOR ARTICLE 12**

The name and address of the incorporator of this corporation is Sabrina Trotter 7117 SW Archer Rd Lot 129\* Gainesville, Florida 32608

### **AMENDMENT ARTICLE 14**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the board of directors, proposed by them to the voting members, and approved at a members meeting by a majority of the members, unless all the directors and all the members sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

### **INDEMNIFICATION ARTICLE 15**

The corporation shall indemnify a director or officer of the corporation who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the director or officer was a party because the director or officer was a party because the director or officer is or was a director or officer of the corporation against reasonable attorney fees and expenses incurred by the director or officer in connection with the proceeding.

The corporation may indemnify an individual made a party to a proceeding because the individual is or was a director, officer, employee or agent of the corporation against liability if authorized in the specific case after determination, in the manner required by the board of directors, that indemnification of the director, officer, employee or agent, as the case may be, is permissible in the circumstances because the director, officer, employee or agent has met the standard of conduct set forth by the board of directors, officers, employees and agents of the corporation shall apply when such persons are serving at the

corporation's request while a director, officer, employee or agent of the corporation as the case may be, as a director, officer, partner, trustee, employee or agent of another foreign or domestic corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the corporation.

The corporation also may pay for or reimburse the reasonable attorney fees and expenses incurred by a director, officer, employee or agent of the corporation who is a party to a proceeding in advance of final disposition of the proceeding. The corporation also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a director, officer, employee, or agent of the corporation, whether or not the corporation would have power to indemnify the individual against the same liability under the law.

All references in these Articles of Incorporation are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a director, officer, employee, or agent of the corporation or the ability of the corporation otherwise to indemnify or advance expenses to any such person by contract or in any other manner.

If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Incorporation to "director", "officer", "employee", and "agent" shall include the heirs, estates, administrators, executors, and personal representatives of such persons.

#### COVENANT NOT TO SUE ARTICLE 16

The corporation agrees that it will never institute any action or suit at law or in equity against any director or officer of the corporation, nor institute, prosecute, or in any way aid in the institution or prosecution of any claim, demand, action, or cause of action for damages, costs, loss of services, expenses, or compensation for or on account of any damage, loss or injury to person or property, or both, whether developed or undeveloped, resulting or to result, known or unknown, past, present, or future, arising out of a director or officer of the corporation's service to the corporation.

#### DISSOLUTION ARTICLE 17

Upon 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 so disposed of shall be disposed of by court of competent jurisdiction of the county in which the principal officer of the corporation is then located, exclusively for such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

The incorporator(s) of this corporation is/are: Ms. Sabrina Trotter Under My Wings Inc. 7117 SW Archer Rd Lot 129\* Gainesville, Florida 32608

The Registered Agent (s) of this corporation is/or Natasha Metellus 7117 SW Archer Rd Lot 129\* Gainesville, Florida 32608

The undersigned incorporator(s) certify (ies) that she/he/they execute(s) these articles for the purposes herein stated.

Sabrina Trotter 8/20/15  
Signature Incorporator Date

Natasha Metellus 8/20/15  
Signature Registered Agent Date