Division of Corporations

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#### FLORIDA PROFIT/NON PROFIT CORPORATION EDUCATION PROPAGATION, INC.

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10/28/2015

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# ARTICLES OF INCORPORATION of EDUCATION PROPAGATION, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not For Profit Corporation Act, hereby adopt(s) the following Articles of Incorporation:

#### ARTICLE 1 - NAME

The name of the corporation shall be: EDUCATION PROPAGATION, INC.

#### ARTICLE II - PRINCIPAL PLACE OF BUSINESS

The principal place of business and mailing address of the this corporation is:
c/o Susan J.G. Davis
1371 NW 13th Court
Boca Raton, Florida 33486.

#### ARTICLE III - PURPOSE(S)

The purpose for which the corporation is organized is: Said organization is organized to provide free continuing education for nurses and health care professionals.

#### ARTICLE IV-MANNER OF ELECTION

The manner in which the directors are elected and appointed is set forth in the By Laws.

#### ARTICLE V - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of three (3) members. The number of directors may be increased from time to time by vote of the members, but in no case shallshe number of directors be less than three (3) nor more than five (5). The initial Board of Directors is as follows:

#### SUSAN J.G. DAVIS RICHARD DAVIS PENNY NAPA

#### ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office and registered agent is:

Eastham Lew Offices, P.A. 138 West Palmetto Park Road Boca Raton, Florida 33432

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The initial registered agent, upon accepting this designation, agrees to comply with the provisions of Section 48.091 of the Florida Statutes as amended from time to time with regard to keeping the office open for service of process.

#### ARTICLE VII - INCORPORATOR

The name of the person signing these Acticles of Incorporation is: ERIK (AN EASTIIAM, 138 West Palmetto Park Road, Boca Raton, Florida 33432.

#### ARTICLE VIII - CHARITABLE ORGANIZATIONS PROVISIONS

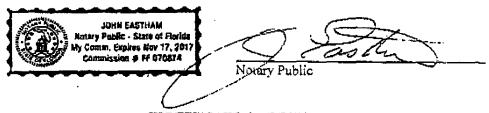
Not withstanding any powers granted to the Corporation by its Articles, By Laws or by the laws of the State of Florida, the following limitations of power shall apply:

- a. The Corporation is organized exclusively for charitable, religious, educational and scientific purposes, including for such purpose the making of distributions to organizations that quality as exempt organizations under Section 5019(c)(3) of the Internal Revenue Code of 1986, as amended ("Code").
- b. 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 the services rendered and to make payments and distributions in furtherance of purposes set forth in the purpose clause 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. Not withstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (I) by an organization exempt from federal income tax under Code Section 501(c)(3); or (ii) by an organization contributions to which are deductible under Code Section 170(c)(2).
- C. 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 corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for public purpose. Any such assets not disposed of shall be disposed of by the court having jurisdiction over the Corporation, exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, I have subscribed my name this day of 007 2 8 2015

ERIK IAN EASTHAM Signature/Incorporator STATE OF FLORIDA )
COUNTY OF PALM BEACH )

The foregoing Articles of Incorporation of EDUCATION PROPAGATION, INC., were acknowledged before me by ERIK IAN EASTHAM, as Incorporator, who is personally known to me, this day of <u>SCT 2 8 2015</u>.



### CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the state of Florida:

- 1. The name of the corporation is: EDUCATION PROPAGATION, INC.
- The name and address of the registered agent and office is:
   Eastham Law Offices, P.A. 138 West Palmetto Park Road, Boca Raton, Florida 33432.

ERIK IAN EASTHAM

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I 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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

OCT 2 8 2015

DATE

ERIK IAN EASTHAM

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