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(Requestor's Name)

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(City/State/Zip/Phone #)

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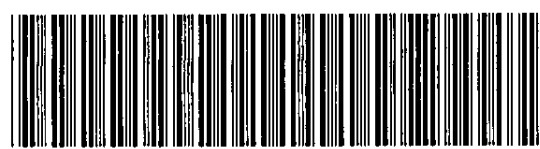
(Business Entity Name)

(Document Number)

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## COVER LETTER

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

SUBJECT: Win Florida, Inc.

(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: Jennifer S. Blohm

Name (Printed or typed)

P. O. Box 1547

Address

Tallahassee, FL 32302

City, State & Zip

850-878-5212

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**

**OF**

**WIN FLORIDA, INC.**

The undersigned, acting as the incorporator of this Corporation not for profit pursuant to Chapter 617, Florida Statutes, adopts the following articles of incorporation and states as follows:

**ARTICLE I**

**Name, Principal Place of Business and Mailing Address**

The name of the corporation is "Win Florida, Inc." The initial principal place of business is: 3690 West Gandy Boulevard, #166, Tampa, Florida 33611.

**ARTICLE II**

**Duration**

The period of the duration of this corporation shall be perpetual unless dissolved in accordance with Florida law. Corporate existence shall commence upon filing with the Secretary of State.

**ARTICLE III**

**Purposes**

The purposes for which this corporation is created and maintained shall be exclusively for the promotion of social welfare and no activities which are not permitted by an organization exempt from taxation pursuant to Section 501(c)(4) of the Internal Revenue Code, as amended, shall be permitted.

The corporation shall have the following specific powers:

- (1) To secure legislation and policies that build stronger, healthier communities, enhance the quality of life of all Florida residents, and ensure full access to the democratic process;

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TAMPA, FLORIDA

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- (2) To educate and inform the citizens of Florida about the positions of public officials and candidates for public office on issues related to the corporation's stated goals;
- (3) To promote civic engagement and community participation in state and local government;
- (4) To identify, recruit, train and assist community leaders in educating the community and promoting issues on a statewide and local basis;
- (5) To gather, analyze and disseminate data and public opinion research needed to assist in the development and advancement of legislation and policies;
- (6) To serve as a core organization to bring together citizens and representatives of other organizations which have the common goals stated above;
- (7) To conduct fundraising activities for the production of revenues adequate to carry out the purposes of the corporation;
- (8) To exercise powers permitted by Florida law for a corporation not for profit;
- (9) To conduct such other related activities permitted to be conducted by an organization exempt from taxation pursuant to Section 501(c)(4) of the Internal Revenue Code, as amended.

#### ARTICLE IV Restrictions

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons; provided, however, the corporation shall be authorized and empowered to pay reasonable compensation for services rendered by directors, officers, members and other private citizens and to make payments and distributions in furtherance of the purposes set forth in Article III, hereof and to pay or reimburse

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the reasonable expenses of fundraising or incurred in carrying out the objectives of the corporation.

#### ARTICLE V

##### Members

The corporation shall have no members. The Board of Directors shall manage the business and affairs of the corporation.

#### ARTICLE VI

##### Resident Office and Agent

The street address and city of the registered office of the corporation is:

131 North Gadsden Street  
Tallahassee, Florida 32301

The name of the initial registered agent at such address is Ronald G. Meyer.

#### ARTICLE VII

##### Board of Directors

The number of persons constituting the Board of Directors of the corporation shall be established in the by-laws, but shall not be less than three (3). The by-laws shall provide the process for the selection of Directors; provided, however, the initial Directors of the corporation shall be:

Christopher Findlater, Chair  
6538 Collins Ave #513  
Miami Beach, Florida 33141

Alphonso Mayfield, Vice Chair  
2112 South Congress Avenue, Suite 205  
West Palm Beach, Florida 33401

Neal Roth  
2525 Ponce De Leon Boulevard  
Coral Gables, Florida 33134

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TALLAHASSEE, FLORIDA

9150

Jeff Wright  
213 South Adams Street  
Tallahassee, Florida 32301

There shall be no limit on the number of terms a Board member may serve unless provided otherwise in the by-laws. The term of office of Board members shall be stated in the by-laws. The Board of Directors may authorize reimbursement of expenses incurred by Board members in conjunction with the corporation's business or other approved activities directly related to the corporation's purposes.

Nothing herein shall be construed to preclude any Director from serving the corporation in any other capacity and receiving additional compensation therefore.

The by-laws may provide for an Executive Committee of the Board. The Board of Directors may establish other committees as may from time to time be determined necessary and appoint the membership on such committees.

**ARTICLE VIII**  
**Officers**

The corporation shall have at least the following Officers – President and Treasurer – and such other Officers as may be provided for in the by-laws. The manner of selection of Officers also shall be provided for in the by-laws; provided, however, the initial officers shall be:

Carlos Odio, President  
650 Ocean Drive #9E  
Key Biscayne, Florida 33149

Neal Roth, Treasurer  
2525 Ponce De Leon Boulevard  
Coral Gables, Florida 33134

Tara Geise, Deputy Treasurer  
4320 South Thatcher Avenue  
Tampa, Florida 33611

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**ARTICLE IX**  
**Indemnification of Officers and Directors**

Officers and Directors shall be indemnified by the corporation against all expenses and liabilities, including attorney's fees, including any incurred in appellate proceedings, reasonably incurred in connection with any proceeding or settlement thereof in which they may become involved by reason of holding such office as provided in the by-laws. The corporation may purchase and maintain insurance on behalf of all Officers and Directors against any such liability asserted against them or incurred by them in their capacity as Officers and Directors or arising out of their status as such.

**ARTICLE X**  
**Non-Stock Basis**

This corporation is organized on a non-stock basis.

**ARTICLE XI**  
**Dissolution**

In the event of dissolution of this corporation, the residual assets of the corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Section 501(c) of the Internal Revenue Code of 1954, as amended, or corresponding sections of any prior or future United States Internal Revenue law or to the federal, state or local government to be used for exclusively public purposes.

**ARTICLE XII**  
**Amendments**

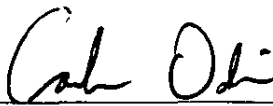
These Articles of Incorporation may be amended by majority vote of the Directors, as provided in Section 617.1002(1)(b), Florida Statutes, at a meeting called for such purpose.

**ARTICLE XIII**  
**Incorporator**

The name and address of the original incorporator of this corporation are as follows:

Carlos Odio  
650 Ocean Drive #9E  
Key Biscayne, Florida 33149

IN WITNESS WHEREOF, I 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 in Section 817.155, Florida Statutes.

  
\_\_\_\_\_  
CARLOS ODIO  
INCORPORATOR

**VERIFICATION**

STATE OF FLORIDA                     )  
COUNTY OF MIAMI-DADE         )

The foregoing instrument was acknowledged before me this 21 day of December, 2015, by Carlos Odio, who is ☐ personally know to me or ☐ has produced satisfactory evidence of identification.

WITNESS my hand and seal in the County and State named above on this 21 day of December, 2015.

My Commission Expires:



Maria Victoria Diaz  
NOTARY PUBLIC  
STATE OF FLORIDA  
Comm# FF931817  
Expires 10/28/2018

Notary Public: Maria Victoria Diaz  
Printed Name

(Type of Identification Produced: FDI-0300-100-82-268-0)



**ACCEPTANCE BY REGISTERED AGENT**

Ronald G. Meyer, the Registered Agent named in the foregoing Articles of Incorporation, by the execution of this acceptance, does hereby agree to accept service of process for the above stated corporation at the place designated in this certificate, is familiar with and accepts the appointment as registered agent and agrees to act in this capacity and to maintain normal business hours at the following address: 131 North Gadsden Road, Tallahassee, Florida 32301.

  
\_\_\_\_\_  
Ronald G. Meyer

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