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### THE LAW OFFICES OF LA'TRESE K. MCPHEE, P.A. 3350 S. W. 148th Avenue

3350 S. W. 148<sup>th</sup> Avenue Suite 110 Miramar, Florida 33027 (954) 704-0117 LKMCPHEELAW@BELLSOUTH.NET

La'Trese K. McPhee, Esq.\*

Attorney and Counselor at Law

Ileana Noda, Esq.\*\*
Gaila M. Anderson, Esq.\*\*
Of Counsel

\*Admitted in Florida and the Southern District of Florida

\*\*Admitted in Florida and in the Southern and Middle Districts of Florida

July 26, 2016

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

Re: A'naiys Charities, Inc.

Dear Sir/Madam:

Enclosed please find one (1) original and one (1) copy of the Articles of Incorporation for the above referenced entity in addition to a check in the amount of \$78.75 for the costs of the filing fee, designation of registered agent, certified copy, and Certificate of Status.

Should you have any questions or concerns, do not hesitate to direct all inquiries the undersigned at the address and email noted herein.

Regards,

La'Trese K. McPhee, Esq.

For the Firm LKM/lw

cc: File

A'NAIYS CHARITIES, INC.
A Florida Not for Profit Corporation
Articles of Incorporation

FILED

16 JUL 27 PM 4: 22

SECRETARY OF STATE
TALLAHASSEE FLORIDA

In compliance with Chapter 617, Florida Statutes, and in accordance with other provisions of the laws of the State of Florida for the formation of a corporation not-for-profit, we, the undersigned, hereby associate ourselves into a corporation for the purposes and with the powers hereinafter mentioned, and to that end, we do by these Articles of Incorporation, set forth herein:

#### **ARTICLE I - NAME**

The name of the corporation shall be A'NAIYS CHARITIES, INC., hereinafter referred to as "A'NAIYS".

#### **ARTICLE II – PRINCIPLE OFFICE**

The initial principal place of business and mailing address is 3350 S. W. 148<sup>th</sup> Avenue, Suite 110, Miramar, Florida 33027.

#### **ARTICLE III – PURPOSES**

A. The purposes of A'NAIYS are to receive and administer money and property for religious, charitable, scientific, educational, and literary purposes within the meaning of §501(c)(3) of the Code, including but not limited to making distributions to organizations that are exempt from federal income taxation under §501(a) of the Code as an organization described in §501(c)(3) of the Code. Notwithstanding any other provision of these Articles, the Corporation is organized and shall operate exclusively for such purposes.

References in these Articles to the "Code" are to Sections of the Internal Revenue Code of 1986, as amended, as now enacted, or to corresponding provisions of any future United States revenue law in force and effect during the continuance of the Corporation.

- B. A'NAIYS hereby expresses its intent to be an organization exempt from federal income taxation under §501(a) of the Code as an organization described in §501(c)(3) of the Code, and to be an organization to which contributions are deductible under §170(c)(2), 2055(a)(2), 2106(a)(2)(A)(ii), and 2522(a)(2) of the Code.
- C. A'NAIYS may engage in a variety of fund-raising efforts, including but not limited to the following: galas, dinners, live and silent auctions, bowling tournaments, holiday food and toy drives, walk-a-thons, etc.

#### **ARTICLE IV – MANAGEMENT/MEMBERSHIP**

All power and authority of A'NAIYS shall be vested in and exercised by its Board of Directors which shall manage and direct the affairs of A'NAIYS in accordance with applicable laws and as provided by the Bylaws of A'NAIYS. There shall be three (3) initial members of the Board of Directors. The number of Directors may change from time to time as provided in the

Bylaws for A'NAIYS, but the Board of Directors shall at all times consist of three (3) active members. The method of election, terms of office, removal and filling of vacancies, and voting and other rights of the members of the Board of Directors shall be as set forth in the Bylaws of A'NAIYS.

#### **ARTICLE V- INITIAL BOARD OF DIRECTORS**

The names and addresses of the initial Board of Directors for A'naiys Charities, Inc. are as follows:

- 1. Kyrah L. Williams, 3350 S. W. 148th Avenue, Suite 110, Miramar, Florida 33027
- 2. La'Trese K. McPhee, 3350 S. W. 148th avenue, Suite 110, Miramar, Florida 33027
- 3. Paulette D. McPhee, 3350 S. W. 148<sup>th</sup> Avenue, Suite 110, Miramar, Florida 33027

#### ARTICLE VI - BYLAWS

A'NAIYS' Board of Directors shall adopt Bylaws for the regulation and management of its affairs. A'NAIYS' Bylaws may contain any provisions not inconsistent with the law or these Articles of Incorporation. A'NAIYS' Bylaws may be amended, altered, or repealed, and new Bylaws may be adopted as provided in A'NAIYS' Bylaws.

#### **ARTICLE VII – AMENDMENT**

These Articles of Incorporation may be altered, amended, or repealed only by a majority vote of the Board of Directors of A'NAIYS and as provided by law. No amendments are permitted which would cause any loss of A'NAIYS' status under 501(c)(3) of the Code.

#### **ARTICLE VIII – DURATION**

A'NAIYS shall exist perpetually unless dissolved according to law.

#### **ARTICLE IX – LIMITATIONS**

1.) No part of the net earnings, gains, or assets of A'NAIYS shall inure to the benefit of or be distributable to any Director or officer of A'NAIYS, or to any other private persons, or to any organizations organized and operated for profit, except that A'NAIYS 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 II hereof.

- 2.) No substantial part of the activities of A'NAIYS shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and A'NAIYS shall not participate in, or intervene in any political campaign (including the publishing or distribution of statements) on behalf of or in opposition to any candidate for public office.
- 3.) Notwithstanding any other provisions of these Articles, A'NAIYS shall not conduct or carry on any other activities not permitted to be conducted or carried on (a) by an organization exempt from Federal Income Taxation under §501(c)(3) of the Code, (b) by the organization's contributions to which are deductible under §§170(c)(2), 2055(a)(2), 2106(a)(2)(A)(ii), and 2522(a)(2) of the Code, or (c) the corresponding section of any future federal tax code.

The references in this Paragraph to designated sections of the Code shall be deemed to include any corresponding provisions of Federal Tax Laws at any and from time to time in force and effect during the continuance of Family Advocacy.

#### ARTICLE X – DISTRIBUTION UPON DISSOLUTION

Upon the dissolution of A'NAIYS, 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 a public purpose. The Board of Directors or a Court of Competent Jurisdiction in Florida, shall use its best efforts to make such distributions to organizations which have purposes similar to A'NAIYS.

#### ARTICLE XI – INITIAL REGISTERED AGENT/INCORPORATOR

The name of the initial Registered Agent of A'NAIYS is La'Trese K. McPhee, Esq., and the address of A'NAIYS' initial Registered Agent is 3350 S. W. 148<sup>th</sup> Avenue, Suite 110, Miramar, Florida 33027.

The name of the incorporator is Kyrah L. Williams, and the incorporator's address is 3350 S. W. 148<sup>th</sup> Avenue, Suite 110, Miramar, Florida 33027.

#### **ARTICLE XII - EFFECTIVE DATE**

A'NAIYS shall have as its official effective date July 22, 2016.

IN WITNESS WHEREOF, the undersigned, being the incorporator for the purpose of forming a Corporation pursuant to the Florida Not for Profit Corporation Act, Chapter 617 of the Florida Statutes, executes these Articles of Incorporation for A'NAIYS CHARITIES, INC., this 20th day of July, 2016.

Ayrah S. Williams Kyrah L. Williams, Incorporator STATE OF FLORIDA COUNTY OF (1)

**PERSONALLY APPEARED,** before me, a Notary Public authorized to take oaths and acknowledgments in the State and County set forth above, personally appeared Kyrah L. Williams, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed said Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this day of July, 2016.

(Seal)

IDANIA SARGENTON
Commission # FF 063521
Expires October 15, 2017
Bonded Thru Troy Fain Insurance 800-385-7019

NOTARY PUBLIC - STATE OF FLORIDA

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FILED

## Consent of the Registered Agent for A'NAIYS CHARITIES, INC.

18 JUL 27 PM 4: 22

SECRETARY OF STATE TALLAHASSEE FLORIDA

The undersigned, La'Trese K. McPhee, Esq., having been named as registered agent to accept service of process for A'NAIYS CHARITIES, INC., a Florida Not for Profit Corporation, at the place designated in the foregoing Articles of Incorporation, hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties as registered agent, and the undersigned is familiar with and accepts the obligations of the position of registered agent.

La'Trese K. McPhee, Esq.

Registered Agent