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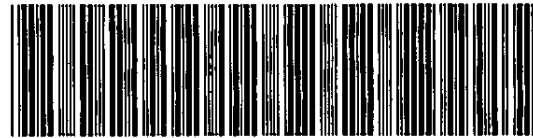
(Business Entity Name)

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16 DEC 19 AM 9:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JAN 17 2017

D CUSHING

COVER LETTER

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

SUBJECT: EMPOWERONE 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: Rolando Ramos III

Name (Printed or typed)

17 SW 8TH PL #202

Address

Williston, Florida 32696

City, State & Zip

352-327-3202

Daytime Telephone number

rramos@empowero.org

E-mail address: (to be used for future annual report notification)

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

FILED
16 DEC 19 AM 9:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
EMPOWERONE INC.**

FILED
16 DEC 19 AM 9:27
CLERK OF THE CIRCUIT COURT
IN AND FOR THE COUNTY OF
PALM BEACH, FLORIDA

We the undersigned, a majority of whom are citizens of the United States, have associated and do hereby associate ourselves together for the purpose of forming a non-profit corporation, in accordance with Chapter 617 of the Florida Statutes, and we adopt the following Articles of Incorporation for such corporation:

- ARTICLE 1 - NAME

The name of this Corporation shall be EmpowerOne Inc., (hereinafter "Corporation).

ARTICLE 2 - PURPOSE OF CORPORATION

The Corporation is organized exclusively for charitable, religious, educational, and literary 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. Corporation shall have the right to acquire, either by gift or purchase, and to hold, own, sell, mortgage or encumber in any manner, lease and improve real estate and personal property for itself and others, either as trustees or otherwise.

ARTICLE 3-PROHIBITIONS

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 the 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.

ARTICLE 4 - DIRECTORS

For the conduct of the affairs of the Corporation it is provided:

- (1) The affairs of this Corporation shall be managed by the Board of Directors.
- (2) This Corporation shall have a minimum of three (3) Directors initially. The number may be increased from time to time as provided by the By-Laws adopted by the members, but shall never be less than three (3).
- (3) The members of the Board of Directors shall be members of the Corporation.
- (4) Members of the Board of Directors shall be elected and hold office in accordance with the By-Laws.
- (5) The names of the members of the first Board of Directors are:

Rolando Ramos III
Mason A Ramos
Flora Ramos

ARTICLE 5 - PRINCIPAL OFFICE

The address of the principal office of this Corporation is 17 SW 8th PL #202, Williston, Florida 32696 and the mailing address is the same.

ARTICLE 6 - INCORPORATOR

The name and street address of the incorporator of this Corporation is:

Rolando Ramos III
17 SW 8th PL #202
Williston, Florida 32696

ARTICLE 7 - OFFICERS

The officers of this Corporation shall be a Chief Executive Officer, a Chief Financial Officer, and a Secretary, and such other officers as may be provided in the By-Laws. The names of the persons who are to serve as the first Officers of the Corporation are:

CEO/CFO: Rolando Ramos III
Secretary: Flora Ramos

whose mailing addresses shall be the same as the principal address of the Corporation.

ARTICLE 8 - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE 9 - CAPITAL STOCK

This Corporation shall have no capital stock and shall be composed of members rather than shareholders.

ARTICLE 10 - 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 11 - VOTING RIGHTS

The Board of Directors of this Corporation may provide such By-Laws for the conduct of its affairs and the carrying out of its purposes as they may deem necessary. The By-Laws may be amended, altered or rescinded by an affirmative vote by the designated board of Directors and must be signed and approved first by the Chief Executive Officer.

ARTICLE 12 - 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 13 - REGISTERED OFFICE AND REGISTERED AGENT

The Initial address of registered office of this Corporation is Rolando Ramos III, located at 17 SW 8th PL #202, Williston, Florida 32696. The name and address of the registered agent of this Corporation is Rolando Ramos III, 17 SW 8th PL #202, Williston, Florida 32696.

ARTICLE 14 - EFFECTIVE DATE

These Articles of Incorporation shall be effective: 1st day of January 2017

ARTICLE 15 - ADMENDENT

These articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by an affirmative vote of the designated board of Directors, and approved at a members meeting by the affirmative vote by the members entitled to vote thereon.

ARTICLE 16 - MEETINGS

- (1) The annual meeting for the election of members of the Board of Directors shall be held as may be provided for in the By-Laws.
- (2) The Corporation may provide in its By-Laws for the holding of additional regular meetings and any special meetings, and shall provide notice of all such meetings.
- (3) The percentage of the members necessary to constitute a quorum for the holding of any meetings shall be determined in the By-Laws.

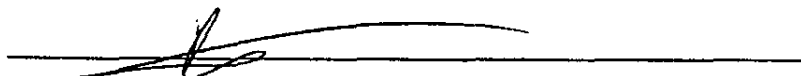
ARTICLE 17 - INDEMNIFICATION

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 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*. The indemnification and advancement of attorney fees and expenses for 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, executors, administrators and personal representatives of such persons.

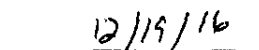
ARTICLE 18 - DISSOLUTION

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 to a state or local government for public purpose. Any such assets not so disposed of shall be disposed of by Court of Competent Jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

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



Required Signature of Registered Agent

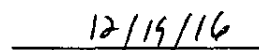


Date

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 for in s.817.155, F.S.



Required Signature of Incorporator



Date