

N17000001510

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

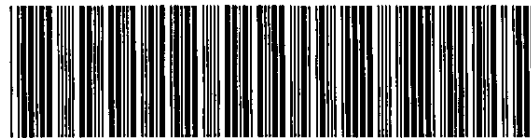
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



300293053873

02/09/17--01011--015 **70.00

FILED

2017 FEB - 9 AM 10:36

CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

V HERRING

FEB 10 2017

LANGUAGES FOR ALL CORPORATION
ARTICLES OF INCORPORATION - NONPROFIT
FLORIDA

FILED
2017 FEB -9 AM 10:36
TALLAHASSEE, FLORIDA

ARTICLE I: NAME

The name of the corporation shall be Languages for All Corporation.

ARTICLE II: PRINCIPAL ADDRESS

The principal address of the corporation is 150 W. Sunrise Avenue, Miami, FL 33133.

The mailing address of the corporation is 150 W. Sunrise Avenue, Miami, FL 33133.

ARTICLE III: PURPOSE

The corporation is organized exclusively for charitable, religious, educational, and scientific purposes as specified in Section 501(c)(3) of the Internal Revenue Code, 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. The specific purpose of the corporation is to teach individuals multiple languages or reinforce their knowledge on the specific languages.

The corporation shall not be conducted or operated for profit.

ARTICLE IV: MANNER OF ELECTION

Initial directors were selected by the incorporator. Directors shall be elected as provided for in the bylaws.

ARTICLE V: INITIAL OFFICERS AND DIRECTORS

Gustavo Gerald Toja Frachia, 150 W Sunrise Avenue, Miami, FL, 33133
Martha Cabrera, 25 NE 2nd Street, Miami, FL 33132
Katherine Esther Almendarez, 1512 NW 25th Avenue, Miami, FL, 33125

ARTICLE VI: REGISTERED AGENT

The name and Florida street address of the registered agent is REGISTERED AGENTS INC., 3030 N. Rocky Point Drive, Suite 150A, Tampa, FL 33607.

ARTICLE VII: INCORPORATOR

The name and address of the incorporator is Gustavo Gerald Toja Frachia, 150 W Sunrise Avenue, Miami, FL, 33133.

ARTICLE VIII: EFFECTIVE DATE

The effective date is the date of filing.

ARTICLE VIX: EXEMPTION REQUIREMENTS

At all times the following shall operate as conditions restricting the operations and activities of the Languages for All Corporation:

1. 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 Third hereof.
2. 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.
3. 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 X: DURATION/DISSOLUTION

The duration of the corporate existence shall be perpetual. In the event of liquidation, dissolution, or winding up of the corporation, whether voluntary, involuntary, or by the operation of law, the property or other assets of the corporation remaining after the payment, satisfaction, and discharge of liabilities or obligations, 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 a public purpose. Any such assets not so disposed of shall be disposed of by a 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.

FILED

2017 FEB -9 AM 10:36

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

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

Bill Hume

Required Signature of Registered Agent

2-6-17

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.

[Signature]

Required Signature of Incorporator

2-6-17

Date