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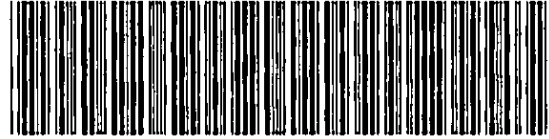
(Business Entity Name)

(Document Number)

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08/12/17



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

July 28, 2017

JASON SCHWARTZ  
700 2ND AVE., NORTH, STE. 102  
NAPLES, FL 34102

SUBJECT: YAMRON CARES INC.  
Ref. Number: W17000062058

We have received your document for YAMRON CARES INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Thomas Chang  
Regulatory Specialist II  
New Filing Section

Letter Number: 017A00015253

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BUREAU OF COMMERCIAL  
INFORMATION SERVICES

## COVER LETTER

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

**SUBJECT:** YAMRON CARES 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:** JASON SCHWARTZ

\_\_\_\_\_  
Name (Printed or typed)

700 2ND AVE N STE 102

\_\_\_\_\_  
Address

NAPLES, FL 34102

\_\_\_\_\_  
City, State & Zip

2392986442

\_\_\_\_\_  
Daytime Telephone number

jason.s.schwartz@gmail.com

\_\_\_\_\_  
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 YAMRON CARES INC.,  
A FLORIDA NOT-FOR-PROFIT CORPORATION**

The undersigned persons, acting as incorporators of a corporation not-for-profit under the Florida Not-for-Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, adopt the following articles of incorporation for the corporation:

**Article I.**

The name of the corporation is Yamron Cares Inc..

The principal address of the corporation at the time of incorporation is 5555 Tamiami Trail N, Naples, Collier County, Florida 34108.

**Article II.**

The corporation shall have perpetual duration.

**Article III.**

The corporation is a not-for-profit corporation. The purposes for which the corporation is organized are:

(a) The specific and primary purposes for which this corporation is formed are to operate for the advancement of charitable and educational purposes by providing relief to the poor, distressed, and underprivileged, and for the promotion of public good, welfare, and health.

(b) The general purposes for which this corporation is formed are to operate exclusively for charity and educational purposes which will qualify it as an exempt organization under 26 U.S.C.A. § 501(c)(3), or corresponding provisions of any subsequent federal tax laws, including, for those purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Section.

(c) This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene by publication in any political campaign on behalf of any candidate for public office. Furthermore, this corporation shall be prohibited from self-dealing.

**Article IV.**

The corporation shall have a membership distinct from the board of directors. The authorized number and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability for dues and assessments and the method of collecting dues and assessments shall be as regulated in the bylaws.

#### **Article V.**

The street address of the initial registered office of the corporation is 5555 Tamiami Trail N, Naples, Collier County in the State of Florida. The name of its initial registered agent at that address is Seth Fogelman.

#### **Article VI.**

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a board of directors. The number of directors of the corporation shall be three directors; provided, however, that number may be changed by a bylaw duly adopted pursuant to the bylaws of this corporation.

The directors named here as the first board of directors shall hold office until the first meeting of members, to be held on September 1, 2017, at 10:00 a.m. at 5555 Tamiami Trail N, Naples, Collier County in the State of Florida at which time an election of directors shall be held.

Directors elected at the first annual meeting, and at all subsequent times, shall serve for a term of one year. Annual meetings shall be held at 10:00 a.m. on the 1st day of September of each year at the principal office of the corporation, or at any other place or places designated by the board of directors by resolution.

Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting, if all the members of the board individually or collectively consent in writing to the action. Written consent or consents shall be filed with the minutes of the proceedings of the board. Any action taken by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law that relates to action taken in this manner shall state that the action was taken by unanimous written consent of the board of directors without a meeting and that the articles of incorporation and bylaw of this corporation authorize the directors to act in this manner. This statement shall be prima facie evidence of the directors' authority.

The names and residential addresses of the persons who are to serve as the initial directors are:

<u>NAME</u>	<u>RESIDENTIAL ADDRESS</u>
Seth Fogelman	1248 Solana Rd, Naples, FL 34103
Benjamin Kendall	2874 Castillo Ct, Naples, FL 34109
Daniel Govberg	2822 Tiburon Blvd E, Naples, FL 34109

#### **Article VII.**

The name and address of each incorporator are:

<u>NAME</u>	<u>RESIDENTIAL ADDRESS</u>
Seth Fogelman	1248 Solana Rd, Naples, FL 34103
Benjamin Kendall	2874 Castillo Ct, Naples, FL 34109
Daniel Govberg	2822 Tiburon Blvd E, Naples, FL 34109

#### **Article VIII.**

The officers of this corporation shall be a president, a vice-president, a secretary, and a treasurer. Other offices and officers may be established or appointed by the members of this corporation at any regular annual meeting or any special meeting of members called for such a purpose. The qualifications, the time and manner of electing or appointing, the duties of, the terms of office, and the manner of removing officers shall be as set forth in the bylaws.

#### **Article IX.**

Subject to the limitations contained in the bylaws and any limitations set forth in the Florida Not-for-Profit Corporation Act described above, concerning corporate action that must be authorized or approved by the members of the corporation, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of directors or by following the procedure set forth in the bylaws.

#### **Article X.**

The property of this corporation is irrevocably dedicated to charitable and educational purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member, or to the benefit of any private individual.

#### **Article XI.**

The corporation is a not-for-profit corporation as defined by the Florida Not for Profit Corporation Act, § 617.01401, *Florida Statutes*, and is exclusively formed for the purposes covered in 26 U.S.C.A. § 501(c)(3). As such, it is not organized for the pecuniary gain or profit of, and of the net earnings nor any part thereof is distributable to, its members, directors, managers, trustees, officers, or other private persons except as specifically permitted under the provisions of the Florida Not for Profit Corporation Act.

If this corporation holds any events in which members of the general public are invited to participate for a fee, the net proceeds, if any, attributable to participation by nonmembers will be paid over to an organization that is exempt from federal income tax under 26 U.S.C.A. § 501(c)(3) on an annual basis, unless this corporation itself is a tax exempt organization under 26 U.S.C.A. § 501(c)(3).

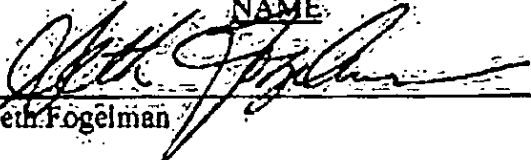
Article XII.

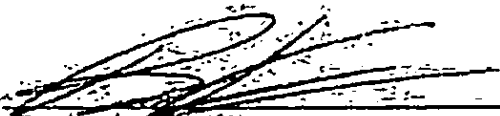
Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a not-for-profit fund, foundation, or corporation which is organized and operated exclusively for charitable and/or educational purposes and which has established its tax-exempt status under 26 U.S.C.A. § 501(c)(3), or corresponding provisions of any subsequent federal tax laws.

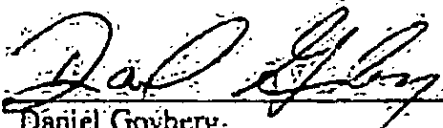
Article XIII.

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of at least two-thirds votes of a quorum of members of the corporation.

We, the undersigned, being the incorporators of this corporation, for the purpose of forming this not-for-profit charitable corporation under the laws of Florida, have executed these articles of incorporation on July 21, 2017.

NAME  
  
Seth Fogelman

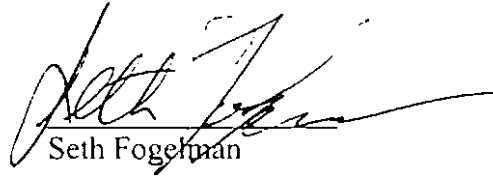
  
Benjamin Kendall

  
Daniel Govberg

**Acceptance of Registered Agent**

I hereby am familiar with and accept the duties and responsibilities as Registered Agent.

Signed on July 21, 2017.



Seth Fogelman