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(Requestor's Name)

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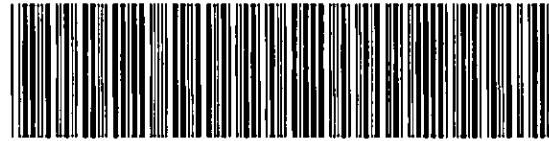
(Business Entity Name)

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N. SAMS
DEC 15 2017



FLORIDA DEPARTMENT OF STATE
Division of Corporations

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December 7, 2017

EDWARD L. LARSEN
2390 NORTH TAMiami TRAIL SUITE 202
THE CHAMBER BUILDING
NAPLES, FL 34103

SUBJECT: THE IMMOKALEE CHAMBER OF COMMERCE FOUNDATION, INC.
Ref. Number: W17000096904

We have received your document for THE IMMOKALEE CHAMBER OF COMMERCE FOUNDATION, 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 both the street address of the principal office and the mailing address of the entity.

In order for us to process the document, the officer/director(s) must be stated in the articles.

In order for us to process the document, the officer/director(s) must be stated in the articles.

Please return 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.

Nadira D McClees-Sams
Regulatory Specialist II

Letter Number: 117A00024714

See Article I
See Article V
See Article V

LARSEN TRIAL LAW

Edward L. Larsen, Esq.

The Chamber Building
2390 North Tamiami Trail
Suite 202
Naples, Florida 34103
(239) 643-0100
www.EdwardLarsenEsq.com

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Admitted: FL, NY, NJ
JD, MBA, LLM

Florida Supreme Court
Certified Circuit Civil Mediator

Florida Board Certified in
Business Litigation

December 14, 2017

Via Federal Express
Florida Department of State
Division of Corporation
ATTN: Ms. Nadire D. McClees-Sams
2661 Executive Center Circle
Tallahassee, FL 32301

Re: The Immokalee Chamber of Commerce Foundation, Inc.
Ref. Number: W17000096904

Dear Sir / Madam:

In regard to the above referenced proposed new Florida Not-For-Profit Corporation, enclosed please find the following for submission:

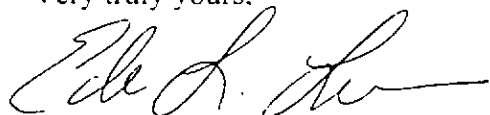
1. Articles of Organization (original and 1 copy);
2. Copy of your letter number 117A00024714, dated December 7, 2017; and
3. Self-addressed stamped envelope.

Once the enclosed Articles have been filed please return the copy marked filed in the enclosed enveloped.

Should you have any questions please do not hesitate to contact me.

Thank you.

Very truly yours,



Edward L. Larsen

enc.

ARTICLES OF INCORPORATION
OF
THE IMMOKALEE CHAMBER OF COMMERCE FOUNDATION, INC.

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TALLAHASSEE, FLORIDA

In compliance with the requirements of Sections 617.01011 through 617.0105, Florida Not-For-Profit Corporation Act ("Act"), the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a non-for-profit business corporation.

ARTICLE I
Name and Address

The name of the corporation is the THE IMMOKALEE CHAMBER OF COMMERCE FOUNDATION, INC. (the "Corporation") with its Principal Place of Business and Mailing Address being, 1255 N. 15th Street, Suite 3, Immokalee, Florida 34142 .

ARTICLE II
Purposes

The Corporation is organized and shall be operated exclusively for charitable, educational, and scientific 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. Such purposes may include, but are not limited to providing low income members of the Immokalee community with assistance. In these Articles, the term "I.R.C." means the Internal Revenue Code of 1986, as amended, and references to provisions thereof are to such provisions as they are from time to time amended and to corresponding provisions of any future United States Internal Revenue Law.

ARTICLE III
Activities and Restrictions

Section 1. No dividends, liquidating dividends, or distributions shall be declared or paid by the Corporation to any private individual or officer or director of the Corporation.

Section 2. No substantial part of the activities of the Corporation shall consist in carrying on propaganda or otherwise attempting to influence legislation, or initiative or referendum before the public. The Corporation shall neither participate in, nor intervene in, any political campaign on behalf of (or in opposition to) any candidate for public office, including the publishing or distribution of any statements.

Section 3. No part of the net earnings or net income of the Corporation shall inure to the benefit of any private individual or officer or director of the Corporation; provided, however, that such a person may receive reasonable compensation for personal services rendered, or reimbursement for reasonable expenses incurred, which are necessary to carrying out the exempt purposes of the Corporation.

Section 4. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under I.R.C. Section 501(c)(3), or by a corporation, contributions to which are deductible under I.R.C. Section 170(c)(2).

Section 5. At any time during which this Corporation shall be classified as a "private foundation" as the term is defined by I.R.C. Section 509 or the corresponding provisions of any subsequent federal tax laws, such Corporation shall comply with the following provisions:

- (a) The Corporation shall distribute its income for each tax year at such time and in such manner so that it will not become subject to the tax on undistributed income imposed by I.R.C. Section 4942 or corresponding provisions of any later federal tax laws.
- (b) The Corporation shall not engage in any act of self-dealing as defined in I.R.C. Section 4941(d), or corresponding provisions of any later federal tax laws.
- (c) The Corporation shall not retain any excess business holdings as defined in I.R.C. Section 4943(c), or corresponding provisions of any later federal tax laws.
- (d) The Corporation shall not make any investments in a manner that would subject it to tax under I.R.C. Section 4944, or corresponding provisions of any later federal tax laws.
- (e) The Corporation shall not make any taxable expenditures as defined in I.R.C. Section 4945(d), or corresponding provisions of any later federal tax laws.
- (f) The Corporation shall not make any indemnification that would give rise to a penalty excise tax under I.R.C. Chapter 42.

ARTICLE IV Members

The Corporation shall have no voting members. The management and affairs of the corporation shall be at all times under the direction of a Board of Directors, whose operations in governing the corporation shall be defined by statute and by the corporation's by-laws. No Director shall have any right, title, or interest in or to any property of the corporation.

ARTICLE V Board of Directors

The affairs of the Corporation shall be managed by its Board of Directors, which shall consist of such number of persons as shall be fixed by the Bylaws from time to time, but shall not be less than the number of directors required by the Act, which at the time of execution of these Articles is four (4). The terms of office, qualifications and method of election of the directors shall be as specified in the Bylaws. The initial Board of Directors and officers who will serve until the first Board of Directors' meeting at which time an election will be conducted, are as follows:

Danny Gonzales, Chairman of the Board, President
Patti Calderon, Director, Vice President
Bernardo Barnhart, Director, Secretary
Estil Null, Director, Treasurer

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ARTICLE VI
Debt Obligations and Personal Liability

No officer or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the officers or Directors be subject to the payment of the debts or obligations of this corporation.

ARTICLE VII
Director Consent Actions

Any action required or permitted to be taken at a board meeting may be taken by written action signed by all of the directors then in office. Such action shall have the same force and effect as a vote of the board of directors taken at a meeting. All directors shall receive written notice of any action so taken, and the written action is effective on the date specified in the written consent or when the last director signs the consent, whichever is later.

ARTICLE VIII
Amendment

These Articles of Incorporation may be amended by the directors of the Corporation by vote of two-thirds (2/3) of the number of directors in office at the time that the amendment is adopted, provided that no amendment shall substantially change the original purposes of the Corporation.

ARTICLE IX
Dissolution

In the event of the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the debts, obligations, liabilities, costs and expenses of the Corporation, distribute all of the assets of the Corporation exclusively for purposes substantially similar to one or more organizations then described in I.R.C. Sections 170(c)(2) and 501(c)(3) having purposes substantially similar to those of the Corporation (except that no private foundation as defined by I.R.C. Section 509(a) shall be a recipient) or to one or more units or agencies of federal, state or local government to be used exclusively for public purposes, as the Board of Directors shall determine. Any of such assets not so distributed shall be distributed, upon application of the Board of Directors, to one or more of such organizations as determined by the Circuit Court of the county in which the principal office of the Corporation is then located.

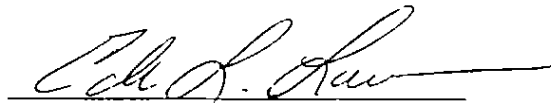
ARTICLE X
Registered Agent

The mailing address of the registered agent for the Corporation is c/o Edward L. Larsen, Esq., The Chamber Building, 2390 Tamiami Trail North, Suite 202, Naples, Florida 34103. The registered agent at such address is Edward Larsen, Esq.

ARTICLE XI
Incorporator

The name and address of the incorporator to these Articles of Incorporation is Edward L. Larsen, Esq., The Chamber Building, 2390 Tamiami Trail North, Suite 202, Naples, Florida, 34103.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 14th day of December, 2017.

A handwritten signature in cursive script, appearing to read "Ed L. Larsen", is written over a horizontal line.

Edward L. Larsen, Esq.
Florida Bar No.: 16700
The Chamber Building
2390 Tamiami Trail North
Suite 202
Naples, Florida 34103

CERTIFICATE OF DESIGNATION

REGISTERED AGENT / REGISTERED OFFICE

THE IMMOKALEE CHAMBER OF COMMERCE FOUNDATION, INC., organized under the laws of the State of Florida, submits the following statement in designating the registered office / registered agent, in the State of Florida.

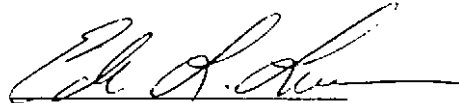
The name of the corporation is THE IMMOKALEE CHAMBER OF COMMERCE FOUNDATION, INC.

The name and address of the registered agent and office are:

Edward L. Larsen, Esq.
The Chamber Building
2390 Tamiami Trail North
Suite 202
Naples, Florida 34103

HAVING BEEN NAMED in the State of Florida as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Dated: December 14, 2017



Edward L. Larsen, Esq.
The Chamber Building
2390 Tamiami Trail North
Suite 202
Naples, Florida 34103

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