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FLORIDA PROFIT/NON PROFIT CORPORATION

Florida Dreamcatchers, Inc.

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**ARTICLES OF INCORPORATION
OF
FLORIDA DREAMCATCHERS, INC.**
(A Florida Not-For-Profit Corporation)

FILED
MAR 30 4:12
P. 802
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME AND ADDRESS

The name of the Corporation is FLORIDA DREAMCATCHERS, INC. ("Corporation") The principal office and mailing address of the Corporation is 1400 North 15th Street, Suite A, Immokalee, Florida 34142

ARTICLE II
PURPOSES

The Corporation is organized exclusively for charitable, religious, educational and scientific purposes as described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding section of any future federal tax code ("Code").

ARTICLE III
NECESSARY POWERS

The Corporation shall have the power to acquire, own, maintain and use its assets for the purposes for which it is organized; to raise funds by any legal means for the encouragement of its purposes; to acquire, hold, own, use and dispose of real or personal property in connection with the purposes of the Corporation; and to exercise all powers necessary or convenient to the furtherance of the purposes for which the Corporation is organized; and to exercise all powers granted to a Corporation not for profit under Florida law.

ARTICLE IV
MANAGEMENT

Management of the Corporation shall be vested in the Corporation's Board of Directors the members of which shall be not less than Three (3) nor more than Fifteen (15) individuals. The Directors of the Corporation shall be nominated, elected and removed or replaced by the Board of Directors of the Member as provided in the Bylaws.

Once the management of the Corporation demonstrates that the Corporation can operate independently from the Member, the Boards of the Member and the Corporation shall meet to discuss and approve the redemption of the interest of the Member in the Corporation. It is expected that the Member interest will be transferred for no consideration and that each Board will bear their own legal and other expenses of the redemption.

ARTICLE V

*Articles of Incorporation of
Florida Dreamcatchers, Inc.
(A Florida Not-For-Profit Corporation)*

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MEMBERSHIP

The Corporation shall have a single Member namely, One by One Leadership Foundation, Inc., a Florida corporation exempt from Federal Income Taxation pursuant to §§170(b)(1)(A)(vi), 501(c)(3) and 509(a)(1).

Once the management of the Corporation demonstrates that the Corporation can operate independently from the Member, the Boards of the Member and the Corporation shall meet to discuss and approve the redemption of the interest of the Member in the Corporation. It is expected that the Member interest will be transferred for no consideration and that each Board will bear their own legal and other expenses of the redemption.

ARTICLE VI
PROHIBITED ACTIVITIES

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its Directors, 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 II hereof.

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 or engage in political activities of any kind.

Notwithstanding any other provision of these Articles, the Corporation shall not conduct or carry on any other activities not permitted to be carried on (a) by a Corporation exempt from federal income tax under §501(c)(3) of the Code, or (b) by a Corporation, contributions to which are deductible under §§170(c)(2), 2055, 2100(a)(2) and 2522 of the Code.

In the event that the Corporation shall be considered to be a private foundation, as such term is defined in §509(a) of the Code, then in that event, the Corporation:

A. shall distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by §4942 of the Code; and,

B. shall not (i) engage in any act of self-dealing as defined in § 4941(d) of the Code; (ii) retain any excess business holdings as defined in § 4943(c) of the Code; (iii) make any investments in such manner as to subject it to tax under § 4944 of the Code; or (iv) make any taxable expenditures as defined in § 4945(d) of the Code.

Notwithstanding any other provisions of these Articles, this Corporation shall not carry on any other activities not permitted to be carried on by a corporation qualifying for exemption from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

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ARTICLE VII
DISSOLUTION

In the event of dissolution, the residual assets of the Corporation other than any restricted assets which clearly provide for their disposition shall be distributed by the Board of Directors to one or more organizations described in sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986, as amended ("Code") or the corresponding sections of any future Internal Revenue Code which are engaged in charitable activities similar to those of the Corporation.

ARTICLE VIII
AMENDMENT OF BYLAWS

Except as provided by these Articles and by the Bylaws, the Corporation's Bylaws may be amended, altered, restated or repealed and new Bylaws may be adopted only by the affirmative vote of two thirds (2/3) of the members of the Board of Directors. The Bylaws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with Florida law or the Articles of Incorporation.

ARTICLE IX
AMENDMENT OF ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended, altered, restated or repealed and new Bylaws may be adopted only by the affirmative vote of two thirds (2/3) of the members of the Board of Directors.

ARTICLE X
REGISTERED AGENT AND REGISTERED AGENT ADDRESS

The street address of the Corporation's registered office in the State of Florida is

Wood Buckel & Carmichael, PLLC
2150 Goodlette Road North, 6th Floor
Naples, Florida 34102

ARTICLE XI
INCORPORATOR

The name and address of the sole incorporator is:

Kevin Carmichael
Wood Buckel & Carmichael
2150 Goodlette Road North, 6th Floor
Naples, Florida 34102

*Articles of Incorporation of
Florida Dreamcatchers, Inc.
(A Florida Not-For-Profit Corporation)*

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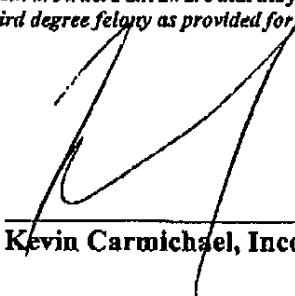
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IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation at Naples, Florida on the 30th day of March, 2018.

I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155,



Kevin Carmichael, Incorporator

Articles of Incorporation of
Florida Dreamcatchers, Inc.
(A Florida Not-For-Profit Corporation)

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**CERTIFICATE OF ACCEPTANCE OF
DESIGNATED REGISTERED AGENT AND REGISTERED OFFICE**

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 all on the 20th day of March, 2018.

Wood Buckel and Carmichael, PLLC



Kevin Carmichael, Registered Agent

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