

COVER LETTER
Articles of Incorporation: Not-for-Profit

March 29, 2018

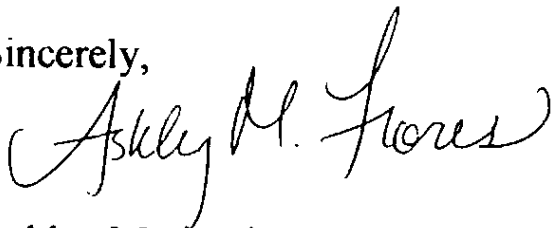
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Subject: Edyoucare Foundation Inc

To Whom It May Concern:

Enclosed please find (i) Articles of Incorporation for Edyoucare Foundation Inc, containing original signatures, (ii) a duplicate copy of the Articles of Incorporation for Edyoucare Foundation Inc, and (iii) a check in the amount of \$87.50 for the Filing Fee, Certified Copy and Certificate.

Sincerely,



Ashley Marie Flores 1825
Ponce De Leon. #630 Coral
Gables, FL 33143
954-649-0703
Edyoucareservices@gmail.com

**ARTICLES OF INCORPORATION
OF
EDYOCARE FOUNDATION INC**

I, the undersigned Incorporator of Edyoucare Foundation Inc (the "Corporation"), a not-for-profit corporation, acting pursuant to Chapter 617, Florida Statutes, do hereby adopt the following Articles of Incorporation for the Corporation:

**ARTICLE I
NAME**

The name of the Corporation shall be Edyoucare Foundation Inc.

**ARTICLE II
PRINCIPAL OFFICE**

The location and principal street address of the Corporation shall be:

1825 Ponce De Leon. #630
Coral Gables, FL 33143

The mailing address of the Corporation shall be:

1825 Ponce De Leon. #630
Coral Gables, FL 33143

**ARTICLE III
PURPOSES**

The Corporation is organized exclusively for charitable, religious, 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. Within the scope of the foregoing purposes and without limiting the generality of the foregoing, the Corporation is organized and will be operated to expose our future generations of students to limitless opportunities by providing the proper tools, support and guidance to ultimate success.

**ARTICLE IV
MANNER OF ELECTION**

The manner in which the directors are elected shall be provided for in the Corporation's Bylaws.

ARTICLE V

2018 APR 30 AM 10:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

INITIAL BOARD OF DIRECTORS

The Corporation shall have no members, as such, but, in lieu thereof, shall have a Board of Directors, in which Board there shall be vested all the power and authority to supervise, control, direct and manage the property, affairs and activities of the Corporation. The number of directors shall from time to time be fixed by the Bylaws; provided, however, that the number of directors shall not at any time be less than three (3). The names and addresses of those who are serving as directors at the time of the adoption of these Articles of Incorporation are as follows:

1. Ashley Marie Flores, Director and President
1825 Ponce De Leon. #630
Coral Gables, FL 33143
2. Kristin Rose De Cesare, Director and Vice President
55 SE 6th Street Apt 2205
Miami, Florida 33131
3. Natalie Nicole Rodela, Director and Secretary
1300 NE 2nd Ave Apt West
Ft. Lauderdale, Florida 33304
4. Jennifer Danielle Valdes, Director and Treasurer
5500 SW 62nd Avenue
Miami, Florida 33155

ARTICLE VI **REGISTERED AGENT**

The name and street address of the registered agent of the Corporation at the date of filing of these Articles of Incorporation is as follows:

Leonardo D. Gravier
396 Alhambra Circle Ste 900
Coral Gables, Florida 33134

ARTICLE VII **INCORPORATOR**

The name and address of the Incorporator is as follows:

Ashley Marie Flores
1825 Ponce De Leon. #630
Coral Gables, FL 33143

ARTICLE VIII
NOT-FOR-PROFIT

Section 8.1 The Corporation is not organized for the pecuniary profit, nor shall it ever operate for the primary purpose of carrying on a business for profit. The Corporation shall not have any power to issue certificates of stock or declare dividends. The balance, if any, of all money and other assets received by the Corporation, after the payment in full of all debts and obligations of the Corporation of whatsoever kind and nature, shall be used and distributed exclusively for carrying out only the purposes of the Corporation as particularly set forth in Article III hereof.

Section 8.2 Notwithstanding any other provisions of these Articles of Incorporation or the Corporation's Bylaws, the Corporation shall neither have nor exercise any power nor shall it engage directly or indirectly in any activity that might invalidate its status (a) as a Corporation, which is exempt from federal income taxations as an organization described in Section 501(c)(3) of the Code; or (b) as a Corporation contributions to which are deductible under Section 170(c)(2) of the Code.

Section 8.3 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 service rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof.

Section 8.4 No substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation; nor shall it in any manner or to any extent participate in, or intervene in (including the publishing or distributing of statements for any political campaign on behalf of any candidate of public office); nor shall the Corporation engage in any activities that are unlawful under applicable federal, state, or local laws.

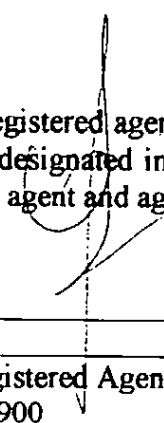
ARTICLE IX
DISSOLUTION

Upon the 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 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.

ARTICLE X
AMENDMENT OF ARTICLES OF INCORPORATION

These Articles of Incorporation may be altered or amended in whole or part by the affirmative vote of a majority of the Directors of the Corporation in 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.

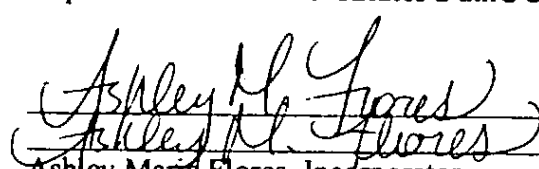


Leonardo D. Gravier, Registered Agent
396 Alhambra Circle Ste 900
Coral Gables, Florida 33134

4/21/18

Date

IN WITNESS WHEREOF, 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 §817.155, F.S.



Ashley Marie Flores, Incorporator
1825 Ponce De Leon. #630
Coral Gables, FL 33143

4/21/2018
4/21/2018
Date