

N18000008943

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

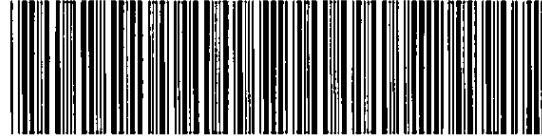
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



600316978696

08/17/18--01016--019 **87.50

FILED
18 AUG 17 AM 10:00

T COLLINS
AUG 20 2018

COVER LETTER

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

SUBJECT: The Black Collective, 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: Francesca Menes

Name (Printed or typed)

937 NW 3rd Avenue

Address

Miami, Florida 33136

City, State & Zip

(786) 340-1646

Daytime Telephone number

theblkcollective@gmail.com

E-mail address: (to be used for future annual report notification)

FILED
18 AUG 17 AM 10:00
TALLAHASSEE, FL

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

OF

THE BLACK COLLECTIVE, INC.

Pursuant to the provisions of Chapter 617.0202, Florida Statutes, the undersigned Florida not for profit corporation, **The Black Collective, Inc.** (hereinafter the "Corporation"), hereby certifies and files the following Articles of Incorporation:

Article I
CORPORATION NAME

The name of the Corporation is: The Black Collective, Inc.

Article II
PRINCIPAL PLACE OF BUSINESS

The principal place of business of the Corporation is: 937 NW 3rd Avenue, Miami, Florida 33136.

Article III
MAILING ADDRESS

The mailing address of the Corporation is: 937 NW 3rd Avenue, Miami, Florida 33136.

Article IV
REGISTERED AGENT

The name and address of the registered agent of the Corporation is: Francesca Menes, 937 NW 3rd Avenue, Miami, Florida 33136.

Article V
DURATION AND MEMBERSHIP

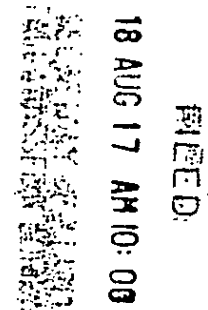
The Corporation shall have perpetual existence. The qualification for members, if any, and the manner of their admission shall be regulated by the Corporation's bylaws.

Article VI
MANNER OF ELECTION

The method of selection of the Board of Directors and number of Directors shall be stated in the Corporation's bylaws.

Article VII
INITIAL DIRECTORS AND/OR OFFICERS

The names of the initial Board of Directors and Officers shall be stated in the Corporation's bylaws.



Article VIII
INCORPORATOR

The name and address of the incorporator is: Francesca Menes, 937 NW 3rd Avenue Miami, Florida 33136.

Article IX
CORPORATE PURPOSES

9.1 The purposes for which this Corporation is formed are exclusively charitable and educational and consist of the following:

9.1.1 This Corporation is formed exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue law.

9.1.2 The Corporation is committed to promoting a shared agenda to elevate political consciousness and amplify the economic power of Black communities by centering the experiences of the African diaspora; and, in general, to exercise any and all powers which a not for profit corporation organized under the laws of Florida for the foregoing purposes can be authorized to exercise.

9.1.3 To aid, support, and assist by gifts, contributions, or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable or educational purposes, no part of the net earnings of which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.

9.1.4 To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, associations, trusts, institutions, foundations, or governmental bureaus, departments or agencies.

9.1.5 All of the foregoing purposes shall be exercised exclusively in a charitable and educational manner, such that the Corporation will qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue law.

Article X
501(c)(3) LIMITATIONS

10.1 CORPORATE PURPOSES: Notwithstanding any other provision of these Articles of Incorporation, this Corporation shall not conduct any activities that are not permitted to be conducted by an organization exempt from Federal and state income tax under Section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future United States Internal

Revenue law.

10.2 EXCLUSIVITY: The Corporation is organized exclusively for charitable and educational purposes.

10.3 NO PRIVATE INUREMENT: The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits, or dividends to the Directors, Officers, members or trustees thereof, or to any other private persons or individuals, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services actually performed in carrying out, and to make payments and distributions in furtherance of, the Corporation's charitable and educational purposes. The property, assets, profits, and net income of the Corporation are irrevocably dedicated to charitable and educational purposes, no part of which shall inure to the benefit of any private person or individual.

10.4 LOBBYING AND POLITICAL CAMPAIGNS: No substantial part of the activities of the Corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation. 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.

10.5 DISSOLUTION: Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under Section 501(c)(3) of the Internal Revenue Code, or the corresponding provision of any future United States Internal Revenue law, to be used exclusively for charitable and educational purposes, 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. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of a court of competent jurisdiction of the county in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

Article XI INDEMNIFICATION

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall

not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.

Article XII
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 XIII
AMENDMENT

These Articles of Incorporation may be amended in accordance with, and as provided for in, the Corporation's bylaws.

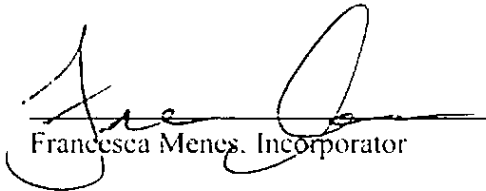
[SIGNATURES ON FOLLOWING PAGE]

FILED
18 AUG 17 AM 10:00
CLERK OF COURT

EXECUTION

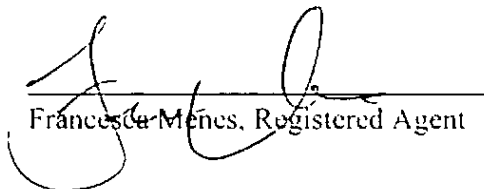
These Articles of Incorporation are hereby executed by the incorporator on this 13 day of August, 2018.

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.


Francesca Menes, Incorporator

REGISTERED AGENT'S ACCEPTANCE OF APPOINTMENT

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 hereby accept my appointment as registered agent and agree to act in this capacity for The Black Collective, Inc., a Florida not for profit corporation.


Francesca Menes, Registered Agent

Date: 08/13/2018

FILED
18 AUG 17 AM 10:09
STATE OF FLORIDA
DEPARTMENT OF STATE