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| Special Instructions to Filing Officer: | |
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FLORIDA DEPARTMENT OF STATE Division of Corporations

December 4, 2018

DAWN MONTECALVO 509 HOPE CIRCLE IMMOKALEE, FL 34109

SUBJECT: IMMOKALEE UNMET NEEDS COALITION, INC.

Ref. Number: W18000104445

We have received your document for IMMOKALEE UNMET NEEDS COALITION, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

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.

Tyrone Scott
Regulatory Specialist II
New Filings Section

www.sunbiz.org

Letter Number: 318A00024770

Department of State Division of Corporations P.O. Box 6327

Tallahassee, Florida 32314

Re: Immokalee Unmet Needs Coalition, Inc.

Enclosed is an original and one (1) copy of the Articles of Incorporation, as well as a check made payable to the Department of State in the following amount:

□ \$70.00 Filing Fee

☐ \$78.75 Filing Fee & Certificate of Status

☐ \$78.75 Filing Fee & Certified Copy (Additional copy required)

\$87.50 Filing Fee, Certified Copy & Certificate of Status (Additional copy required)

Please return all correspondence concerning this matter to the following:

Dawn Montecalvo Executive Director Guadalupe Center 509 Hope Circle

Immokalce, Florida 34109 E-mail: dmontecalvo@guadalupecenter.org

Thank you for your attention to, and assistance with, this matter.

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Regards,

Dawn Montecalvo, Incorporator

ARTICLES OF INCORPORATION

OF

IMMOKALEE UNMET NEEDS COALITION, INC.

Pursuant to the applicable provisions of Chapter 617 of the Florida Statutes, the undersigned, desiring to form a Florida not for profit corporation, hereby certifies and files the following Articles of Incorporation of Immokalee Unmet Needs Coalition, Inc. (hereinafter the "Corporation"):

ARTICLE I CORPORATION NAME

The name of the Corporation shall be Immokalee Unmet Needs Coalition, Inc.

ARTICLE II PRINCIPAL OFFICE ADDRESS

The street address of the Corporation's initial principal office is:

Guadalupe Center 509 Hope Circle Immokalee, Florida 34109

ARTICLE III MAILING ADDRESS

The Corporation's mailing address is:

Guadalupe Center 509 Hope Circle Immokalee, Florida 34109

ARTICLE IV REGISTERED AGENT AND REGISTERED OFFICE

The street address of the Corporation's initial registered office and the name of the Corporation's initial registered agent at that address is:

Dawn Montecalvo Guadalupe Center 509 Hope Circle Immokalee, Florida 34109 2016 DEC 26 FR 4: 18

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.

Dawn Montecalvo

_12/_____, 2018

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 stated in the Corporation's Bylaws.

ARTICLE VI DIRECTORS

The number of Directors and the method of election of Directors shall be stated in the Corporation's Bylaws.

ARTICLE VII INCORPORATOR

The name and address of the incorporator is:

Dawn Montecalvo Guadalupe Center 509 Hope Circle Immokalee, Florida 34109

ARTICLE VIII CORPORATE PURPOSES

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

- 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 section of any future federal tax code.
- 2. To assist in identifying the unmet needs of those affected by disaster; working together sharing information and resources to address the needs of the community; and, in general, to exercise any and all powers which a not for profit corporation

Articles of Incorporation Immokalee Unmet Needs Coalition Page 2 of 5 organized under the laws of Florida for the foregoing purposes can be authorized to exercise.

- 3. To aid, support, and assist by gifts, contributions, or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable, religious, scientific 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.
- 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.
- 5. All of the foregoing purposes shall be exercised exclusively in a charitable and educational manner, such that the Corporation qualifies as an exempt organization under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IX 501(c)(3) LIMITATIONS

- CORPORATE PURPOSES. Notwithstanding any other provision of these Articles of Incorporation, this Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- 2. <u>EXCLUSIVITY</u>. The Corporation is organized exclusively for charitable and educational purposes.
- 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 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. 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 rendered in carrying out.

and to make payments and distributions in furtherance of, the purposes set forth in these Articles of Incorporation.

- 4. <u>LOBBYING AND POLITICAL CAMPAIGNS</u>. 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.
- 5. <u>DISSOLUTION</u>. 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 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. 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 principal office of the Corporation is then located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

ARTICLE X INDEMNIFICATION

Provision for indemnification of the Corporation's Officers and Directors shall be stated in the Corporation's Bylaws.

ARTICLE XI AMENDMENT

The method for amending these Articles of Incorporation shall be stated in the Corporation's Bylaws.

ARTICLE XII EFFECTIVE DATE

The Effective Date of these Articles of Incorporation shall be the date of filing with the Department of State.

These Articles of Incorporation are hereby executed by the incorporator on this _____ day of ______, 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.

Dawn Montecalvo, Incorporator