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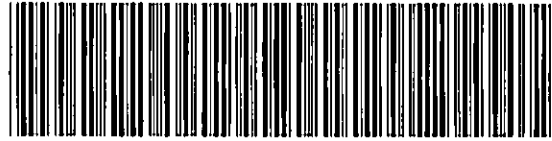
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DEPARTMENT OF REVENUE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
FLORIDIANS FOR COMPASSION, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby files these Articles of Incorporation to form a corporation not for profit under Chapter 617 of the Florida Statutes.

ARTICLE I – NAME

The name of the corporation shall be FLORIDIANS FOR COMPASSION, INC.

ARTICLE II- PURPOSES

The purposes for which the corporation is organized and shall operate exclusively for the promotion of social welfare as permitted in Section 501(c)(4) of the Internal Revenue Code, by, including by not limited to: advance the welfare of the state of Florida and its citizens in general through education and outreach, to do any and all acts and things, and to exercise any and all powers which now or hereafter are lawful for the corporation to do or exercise under and pursuant to the laws of the State of Florida for the purpose of accomplishing any of the purposes of the corporation.

In no event shall the corporation engage in any activity which would be contrary to the purposes and activities permitted to be engaged by any organization the activities of which are exempt from federal income tax under Section 501(c)(4) of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder ("the Code").

No compensation shall be paid to any member, officer, director, trustee, creator or organizer of the corporation or substantial contributor to it except as a reasonable allowance for services actually rendered to or for the corporation. The Corporation shall not engage in any transaction, including

compensation of any person, which would result in an excess benefit transaction under Section 4958 of the Internal Revenue Code, as amended.

It is the specific intention of the incorporator that the purposes and application of the corporation be as broad as permitted by Section 617.0301 of the Florida Not For Profit Corporation Act, but only to the extent that the corporation qualifies as a tax exempt organization within the meaning of Section 501(c)(4) of the Code.

The corporation is organized to serve the public interests. Accordingly, it shall not be operated for the benefit of private interests.

ARTICLE III-MEMBERS

The corporation shall have no members. Its affairs shall be governed by its Board of Directors.

ARTICLE IV-TERM OF EXISTENCE

The corporation shall have perpetual existence.

ARTICLE V-OFFICERS AND DIRECTORS

The affairs of the corporation shall be managed by a Board of Directors and managed on a day-to-day basis by officers elected by a majority vote of the Board of Directors. The officers of the corporation shall consist of a President, Vice President, Secretary, and Treasurer. Such other officers and assistant officers and agents (including but not limited to Assistant Secretaries and Assistant Treasurers) as may be deemed necessary may be elected or appointed by the Board of Directors from time to time. Each officer shall serve until a successor is elected. Officers may be re-elected to serve subsequent terms.

ARTICLE VI-FIRST BOARD OF DIRECTORS

The number of persons constituting the first Board of Directors shall be four (4): provided, however, that the number of directors may expand as provided for in the corporation's Bylaws, but shall never be less than three (3). The names and addresses of the persons who are to serve as directors until the first election under these Articles of Incorporation as follows:

<u>Name</u>	<u>Address</u>
Nancy Texeira	1103 Hays Street Tallahassee, Florida 32301
Alexandra Texeira	1103 Hays Street Tallahassee, Florida 32301
Cheryl Seinfeld	1103 Hays Street Tallahassee, Florida 32301
Ellen Anderson	1103 Hays Street Tallahassee, Florida 32301

ARTICLE VII-BYLAWS

The Bylaws of the corporation shall be initially approved by a majority vote of the Board of Directors, and thereafter may be altered or rescinded by a majority vote of the Board of Directors at a duly called meeting of the Board of Directors in accordance with the Bylaws.

ARTICLE VIII-AMENDMENTS TO THE ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE IX-DISSOLUTION

Upon the liquidation or dissolution of the corporation, its assets, if any, remaining after payment of all liabilities of the corporation shall be distributed to, and only to, any one or more organizations qualified as exempt under Section 501(c)(3) or 501(c)(4) of the Code as determined by the Board of Directors. Any such assets not so disposed of shall be distributed by the Circuit Court of the County in which the principal office of the corporation is located, exclusively for purposes described herein, to such organization or organizations as said Court shall determine. No part of these assets or the net earnings, current or accumulated, of the corporation shall inure to the benefit of a private individual.

ARTICLE X-INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation shall be:

1103 Hays Street
Tallahassee, Florida 32301

The name of the initial registered agent of the corporation shall be:

Noreen A. Fenner

ARTICLE XI-CORPORATION PRINCIPLE OFFICE AND MAILING ADDRESS

1103 Hays Street
Tallahassee, Florida 32301

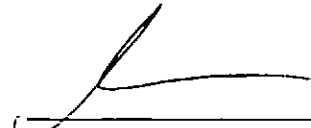
ARTICLE XII-INCORPORATOR

The following is the name and street address of the incorporator signing these Articles:

Noreen A. Fenner
1103 Hays Street
Tallahassee, Florida 32301

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TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, I have set my hand and seal this January 31, 2019

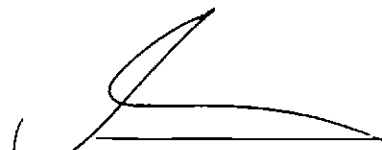


Noreen A. Fenner

CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT

The undersigned, having be named as Registered Agent and to accept service of process for the above stated corporation at the place designated in the foregoing Articles of Incorporation, hereby accepts this appointment as such Registered Agent and agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties. The undersigned further certifies that the undersigned is familiar with and accepts the obligations of such position as Registered Agent.

Dated: January 31, 2019



Noreen A. Fenner

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