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COVER LETTER

**To: New Filing Section
Division of Corporations**

Subject: The Calache Foundation, Inc.

The enclosed Articles of Incorporation and fee are submitted for filing.

Please return all correspondences concerning this matter to the following:

Dawn Calache
3959 S. Nova Road
Suite 2
Port Orange, FL 32127

For further information concerning this matter, please contact: Dawn Calache

Daytime telephone number: (321)689-2525
Email address: dcalache@calachelaw.com

Enclosed is a check for the following amount: \$70.00 (Filing Fee)

Mailing Address:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
The Calache Foundation, Inc.
A Florida "Not for Profit" Corporation**

The undersigned, acting as Incorporator of a corporation under Chapter 617 of Florida Statutes, adopts the following Articles of Incorporation:

- A. NAME OF CORPORATION:** The name of the corporation ("Corporation") is The Calache Foundation, Inc.
- B. PRINCIPAL OFFICE:** The principal office of the Corporation is located at 3959 S. Nova Road, Suite 2, Port Orange, FL 32127.
- C. MAILING ADDRESS:** The mailing address of the corporation is 3959 S. Nova Road, Suite 2, Port Orange, FL 32127.
- D. REGISTERED AGENT:** The name of the registered agent of the corporation is Dawn Calache. The address of this registered agent is 3959 S. Nova Road, Suite 2, Port Orange, FL 32127.
- E. DURATION/MEMBERSHIP:** The period of duration is perpetual. The qualification for members, if any, and the manner of their admission shall be regulated by the Corporation's Bylaws.
- F. BOARD OF DIRECTORS:** The method of selection of the Board of Directors and number of Directors shall be stated in the Bylaws.
- G. INCORPORATOR:** The name and address of the Incorporator is: Dawn Calache, 526 Venetian Villa Drive, New Smyrna Beach, FL 32168.
- H. CORPORATE PURPOSES:**
1. The exclusive purpose of this Corporation is to engage in charitable, educational, religious, or scientific activities that qualify as exempt under of section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code.
 2. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purpose, either directly or indirectly.
 3. All of the foregoing purposes shall be exercised in such a manner that the Corporation

will qualify as an exempt organization under section 501(a) of Internal Revenue Code of 1986

I. 501(c)(3) LIMITATIONS

1. **CORPORATE PURPOSES:** Notwithstanding any other provision of these Articles, this Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal taxation under section 501(a) of IRS Code as an organization described in section 501(c)(3) of that Code

2. **EXCLUSIVITY:** 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 purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to the its directors or officers, or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to the Corporation's purposes (as specified herein) no part of which shall inure to the benefit of any individual.


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, and the Corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.

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(a) of the IRS Code as an organization described in section 501(c)(3) of that Code. 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 the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

J. 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 of administrators) may be entitled apart from this Article.

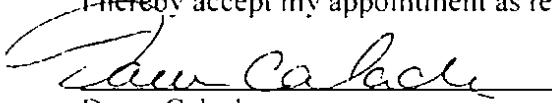
EXECUTION

These Articles of Incorporation are hereby executed by the Incorporator on this 21 day of February, 2019.


Dawn Calache

**REGISTERED AGENT'S
ACCEPTANCE OF APPOINTMENT**

I hereby accept my appointment as registered agent for this Corporation.


Dawn Calache

Date: 2/21/19