

Division of Corporations

Florida Department of State

Division of Corporations

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To:

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Fax Number : (850)617-6381

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (561)694-8107
Fax Number : (561)694-1639

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FLORIDA PROFIT/NON PROFIT CORPORATION

Change the Ref Action Fund Inc.

Certificate of Status	1
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**Articles of Incorporation
of
Change the Ref Action Fund Inc.**

ARTICLE I - NAME

The name of this corporation shall be Change the Ref Action Fund Inc. (the "Corporation").

ARTICLE II - PRINCIPAL OFFICE

The initial principal office of the Corporation is located at 1761 W. Hillsboro Blvd, Suite 409, Deerfield Beach, FL 33442.

ARTICLE III - MAILING ADDRESS

The mailing address of the Corporation is 1761 W. Hillsboro Blvd, Suite 409, Deerfield Beach, FL 33442.

ARTICLE IV - REGISTERED OFFICE AND REGISTERED AGENT

The registered office of the Corporation is located at 11380 Prosperity Farms Road #221E, Palm Beach Gardens, Florida 33410, and its registered agent is Corporate Creations Network Inc.

ARTICLE V - CORPORATE EXISTENCE

The existence of this Corporation shall be perpetual.

ARTICLE VI - CORPORATE PURPOSES

The Corporation is organized for the purpose of promoting the social welfare, within the meaning of Section 501(c)(4) of the Internal Revenue Code of 1986, as amended (or corresponding provisions of any subsequent federal tax laws); and within such limits to: educate the public and to empower young survivors and the families of victims of mass shootings to advocate for change, primarily through urban art and non-violent creative confrontation; and consistent with the above, to exercise all powers available to corporations organized pursuant to the Florida Not For Profit Corporation Act, as amended (the "Act").

The Corporation is not organized for profit or organized to engage in an activity ordinarily carried on for profit. No part of the assets or the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any officer, director, trustee, member or any other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services

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rendered and to make payments and distributions in furtherance of the purposes set forth in this Article VI.

ARTICLE VII - MEMBERS

The Corporation shall have no members.

ARTICLE VIII - BOARD OF DIRECTORS; OFFICERS

The affairs of this Corporation shall be managed by a Board of Directors. The method of selection of the Board of Directors and number of Directors shall be stated in the Bylaws, provided that the Board of Directors shall not have less than three (3) Directors. The Corporation shall have such Officers as may be authorized under the Bylaws.

ARTICLE IX - BYLAWS

The power to alter, amend or repeal the Bylaws or adopt new Bylaws shall be vested in the Board of Directors. The Bylaws shall provide for qualifications for Directors and Officers, and election, appointment and tenure of Directors and Officers. The Bylaws may contain any other provision for the regulation and management of the affairs of the Corporation not inconsistent with the Act, other applicable law or these Articles of Incorporation.

ARTICLE X - CORPORATE POWERS

The Corporation shall have and exercise any and all powers, rights and privileges afforded corporations not-for-profit under the laws of the State of Florida which are not in conflict with the Corporation's exempt purposes as provided in Article VI; provided, that at all times and under all circumstances, and notwithstanding merger, consolidation, reorganization, termination, dissolution, or winding up of this Corporation, voluntary or involuntary, or by the operation of law, or upon amendment of the Articles of Incorporation of the Corporation:

(a) the Corporation shall not have or exercise any power or authority either expressly, by interpretation, or by operation of law, nor shall it directly or indirectly engage in any activity that would prevent it from qualifying (and continuing to qualify) as a corporation described in Section 501(c)(4) of the Internal Revenue Code of 1986, as amended (or corresponding provisions of any subsequent federal tax laws);

(b) no part of the assets or net earnings of the Corporation shall inure to the benefit of or be distributable to its incorporators, directors, officers, or other private persons having a personal or private interest in the Corporation, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services actually rendered and to make reimbursement in

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reasonable amounts for expenses actually incurred in carrying out the purposes set forth in ARTICLE VI hereof;

(c) neither the whole, or any part or portion, of the assets or net earnings of the Corporation shall be used, nor shall the Corporation ever be operated, for objects or purposes other than those set forth in ARTICLE VI hereof; and

(d) upon dissolution of the Corporation, all of its assets and property of every nature and description remaining after the payment of all liabilities and obligations of the Corporation (but not including assets held by the Corporation upon condition requiring return, transfer, or conveyance, which condition occurs by reason of the dissolution, or that are held by the Corporation subject to limitations as to use) shall be distributed to such persons, trusts, societies, organizations, or domestic or foreign corporations, whether for profit or not for profit, as specified in the plan of distribution of assets.

ARTICLE XI - AMENDMENTS

The provisions of the Articles of Incorporation or Bylaws may be altered, amended or repealed, or new provisions adopted, at a meeting of the Board of Directors at which a quorum is present by a majority vote of those present and voting.

ARTICLE XII - DISSOLUTION

Upon the dissolution of the Corporation, assets remaining after payment of all costs and expenses of such dissolution (but not including assets held by the Corporation upon condition requiring return, transfer, or conveyance, which condition occurs by reason of the dissolution, or that are held by the Corporation subject to limitations as to use) shall be distributed to such persons, trusts, societies, organizations, or domestic or foreign corporations, whether for profit or not for profit, as specified in the plan of distribution of assets. Any plan of dissolution and distribution of the assets of the Corporation must comply with these Articles of Incorporation and shall be approved by a majority vote of the Directors present at a meeting in which a quorum is present, and no Member shall be entitled to vote on any such plan of dissolution or distribution of assets.

ARTICLE XIII - CORPORATION PROPERTY

The private property of the Directors and Officers of the Corporation shall not be subject to payment of corporate debts to any extent whatever.

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ARTICLE XIV - INCORPORATOR

The name and address, including street number, of the Incorporator of the Corporation, is:

Manuel Oliver
1761 W. Hillsboro Blvd
Suite 409
Deerfield Beach, FL 33442

EXECUTION

These Articles of Incorporation are hereby executed by the incorporator on this 22 day of May, 2019.

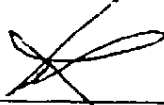


Manuel Oliver

PRINTED NAME

**REGISTERED AGENT'S
ACCEPTANCE OF APPOINTMENT**

I hereby accept the appointment as registered agent for Change the Ref
Action Fund Inc., a Florida not for profit corporation.



Corporate Creations Network Inc.
By: Michael Reinhold, Vice President

May 23, 2019

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