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FLORIDA PROFIT/NON PROFIT CORPORATION PROJECT PREMIE, INC.

Certificate of Status	0
Certified Copy	1
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2019 JUL 17 AM 11:14

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Articles of Incorporation
Of
Project Preemie, Inc.
(a Florida Not-for-Profit Corporation)

The undersigned for the purposes of forming a not for profit corporation (hereinafter the "Corporation") under the Florida Not For Profit Corporations Act ("FNFPCA"), Chapter 617.0202, F.S., do make, file and record these Articles, and do certify that:

ARTICLE I
NAME

The name of the Corporation shall be Project Preemie, Inc.,

ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the Corporation shall be 6996 Queenferry Circle, Boca Raton, FL 33496.

ARTICLE III
PURPOSE

The corporation is organized exclusively for charitable, religious, educational, and scientific purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code") or the corresponding provision of any future federal tax code.

The Corporation shall be empowered (a) to further charitable, religious, scientific, literary, artistic, and educational causes; (b) to publish alternative fiction, non-fiction, poetry and bilingual works by multicultural activists, academics, poets and authors, with a focus on scholarship regarding diversity and social justice that is accessible to the general public; and (c) to do any and all other things necessary or proper in connection with or incidental to the foregoing.

The Corporation shall have the authority to exercise all of the powers conferred upon corporations organized not for profit and without authority to issue capital stock under the provisions of the FNFPCA, provided, that the exercise of any such powers shall be in furtherance of any one or more of the aforesaid exempt purposes of the corporation.

**ARTICLE IV
BOARD OF DIRECTORS**

1) ~~Directors~~. The manner in which Directors shall be chosen and removed from office, their qualifications, powers, duties, compensation, and tenure of office, the manner of filling vacancies on the Board, and the number of calling and holding meetings of Directors, shall be stated in the Bylaws.

2) The initial Board of Directors shall consist of the following persons:

NAME	ADDRESS
Mathew Hoffman	6996 Queenferry Circle Boca Raton, FL 33496
Melissa Hoffman	6996 Queenferry Circle Boca Raton, FL 33496

**ARTICLE VI
PROHIBITED ACTIVITIES**

No part of the net earnings of the Corporation shall inure to the benefit of or be distributed to its directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth herein.

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 or engage in political activities of any kind.

Notwithstanding any other provision of these Articles, the Corporation shall not conduct or 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 Code, as amended, or corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Sections 170(c)(2), 2055, 2106(a)(2) and 2522 of the Code, as amended, or corresponding sections of any future federal tax code.

**ARTICLE VII
LIMITATION ON LIABILITY**

The liability of directors and officers of the Corporation shall be eliminated or limited to the fullest extent permitted by the FNFPCA. If any of the provisions of the FNFPCA are amended to further eliminate or limit or authorize corporate action to further eliminate or limit the liability of directors or officers, the liability of directors and officers of the Corporation shall be eliminated or limited to the fullest extent permitted by the FNFPCA, as so amended from time to time. In addition to any other rights of indemnification permitted by the laws of the State of Florida or as may be provided for by the Corporation in its Bylaws or by agreement, the expenses of directors and officers incurred in defending a civil or criminal action, suit or proceeding, involving alleged acts or omissions of such officer or director in his or her capacity as a director or officer of the Corporation, must be paid by the Corporation or through insurance purchased and maintained by the Corporation or through other financial arrangements made by the Corporation, as they are incurred and in advance of the final disposition of the action, suit or proceeding, upon receipt of an undertaking by or on behalf of the director or officer to repay the amount if it is ultimately determined by a court of competent jurisdiction that he or she is not entitled to be indemnified by the Corporation. Any repeal or modification of this Article VII approved by the directors of the Corporation shall be prospective only, and shall not adversely affect any limitation on the liability of a director or officer of the Corporation existing as of the time of such repeal or modification. In the event of any conflict between this Article VII and any other provision of these Articles, the terms and provisions of this Article VII shall control.

ARTICLE VIII DURATION

The duration of the Corporation shall be perpetual.

ARTICLE IX DISSOLUTION

Upon the dissolution, termination, or winding up of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the 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. (It is also permissible to name specific Section 501(c)(3) organization(s) to which a distribution shall be made in the event of a dissolution or termination).

ARTICLE X REGISTERED AGENT AND OFFICE

The name of the initial registered agent of the Company is Mathew Hoffman and the street address of the Company's initial registered agent is 6996 Queenferry Circle, Boca Raton, FL 33496.

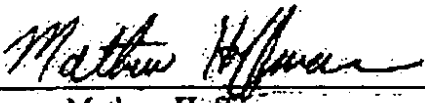
ARTICLE XI
Incorporator

The name and address of the Incorporator is:

Mathew Hoffman
6996 Queenferry Circle
Boca Raton, FL 33496

IN WITNESS WHEREOF, the undersigned, has signed these Articles of Incorporation on this 17th day of July, 2019.

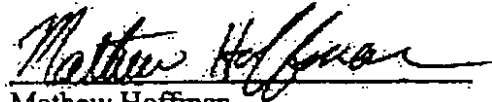
I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third-degree felony as provided for in s.817.155, F.S.



Mathew Hoffman
Incorporator

ACCEPTANCE BY REGISTERED AGENT
Acceptance of Appointment of Registered Agent

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent and agree to act in this capacity.


Mathew Hoffman
Date: July 17, 2019

Signature Page

Acceptance of Appointment of Registered Agent_ Project Premie_Articles of Incorporation
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