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COVER LETTER

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

;:

| SUBJECT: CoreySt | rong, Inc. | | |
|----------------------|--|------------------------------------|-------------------------|
| | (PROPOSED CORPOR) | ATE NAME – <u>MUST INCL</u> | <u>UDE SUFFIX</u>) |
| Enclosed are an orig | inal and one (1) copy of the ar | ticles of incorporation and | l a check for: |
| | ☐ \$78.75 Filing Fee & Certificate of Status | S78.75 Filing Fee & Certified Copy | & Certificate of Status |
| | | ADDITIONAL CO | DPY REQUIRED |
| | | | |
| Wil | liam D. Slicker, Esq. | | |
| FROM: | Nam | e (Printed or typed) | |
| 550. | 5 38th Avenue North | | |
| | | Address | |
| St. I | Petersburg, FL 33710 | | |
| | _ | , State & Zip | |
| 727. | -322-2795 | · | |
| | | Telephone number | |
| miel | nellelanglois.ef(agmail.com | • | |
| | | ed for future annual report | notification) |

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION For COREYSTRONG, INC.

The undersigned for the purposes of forming a non-profit corporation under the Florida Not-For-Profit Corporation Act makes and adopts the following Articles of Incorporation:

ARTICLE I

Name of Corporation

The Name of this not-for-profit corporation shall be:

COREYSTRONG, INC.

ARTICLE II

Principal Office

The principal office and mailing address of the corporation is located at:

2201 46th Avenue North, St. Petersburg, Florida 33714.

ARTICLE III

Initial Registered Office and Agent

The street address of the initial registered office of the corporation is

2201 46th Avenue North, St. Petersburg, Florida 33714

The name of its initial registered agent at that address is:

Michelle Langlois

ARTICLE IV

No Members

The corporation shall not have members and shall not issue membership certificates. The corporation shall not issue shares of stock.

ARTICLES OF INCORPORATION for COREYSTRONG, INC.
Page 1 of 8

ARTICLE V

Not For Profit

The corporation is a not-for-profit corporation under Chapter 617, Florida Statutes. The corporation is not formed for pecuniary profit. No part of the income or assets of the corporation is distributable to or for the benefit of its directors or officers, except to the extent permissible under these articles, under law and under 26 U. S. C. A. § 501(c)(3) (referred to below as "code"). If the corporation ever has members, no members shall have vested right, interest or privilege in or to the assets, income or property of the corporation and no part of the income or assets of the corporation shall be distributable to or for the benefit of its members, except to the extent permissible under these Articles, under law and under 26 U. S. C. A. § 501(c)(3).

ARTICLE VI

Duration

The Corporation shall have perpetual duration.

ARTICLE VII

<u>Purposes</u>

The corporation is organized, and shall be operated exclusively for charitable, religious, scientific and educational purposes, including but not limited to, an emphasis on ewing sarcoma cancer.

ARTICLE VIII

Powers

Solely for the above purposes, the corporation shall have the following powers:

A. To exercise all rights and powers conferred by the laws of the State of Florida on nonprofit corporations, including but not limited to those set forth in Florida Statutes Chapter 617 and the following powers: to acquire and bequest, devise, gift, grant, donation, contribution, purchase, lease, or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use,

ARTICLES OF INCORPORATION for COREYSTRONG, INC.
Page 2 of 8

- B. To engage in and transact any other lawful activity, solely in furtherance of the above purposes, for which nonprofit corporations may be incorporated under the Florida Not-For-Profit Corporation Act, and any successor or amendment to the Florida Not-For-Profit Corporation Act.
- C. To do any other things as are incidental to the powers of the corporation or necessary or desirable in order to accomplish the purposes of the corporation.

ARTICLE IX

Limitation

No part of the net earnings of the corporation shall inure directly or indirectly to the benefit of or be distributable to its members (if the corporation ever has any), directors or officers, but the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article 7 (Purposes) of these Articles.

ARTICLE X

Tax Exempt Status

- 1. The purposes for which the corporation is organized are to receive and maintain real or personal property, or both, and subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, or educational purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended.
- 2. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, any Director, Officer, or member of the corporation, or any other private individual (except that reasonable compensation may be paid for services rendered to or for the corporation, and reasonable expenses may be paid thereto, affecting one or more of the corporation's purposes, and no Director or Officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. No substantial part of the activities of the corporation shall include the carrying on of propaganda, or otherwise attempting to

influence legislation, and the corporation shall neither participate nor intervene (including the publication or distribution of statements) in any political campaign on behalf of any candidate for public office, at any time.

- 3. The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposes by Section 4942 of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax law.
- 4. The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.
- 5. The corporation shall not retain any excess business holding as defined in Section 4943(c) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.
- 6. The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.
- 7. The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.
- 8. Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization, contributions, to which are deductible under Section 170(c)(3) of the Internal Revenue Code and the Regulations as they now exist or as they may hereafter be amended.

ARTICLE XI

Dissolution

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organize and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code (or corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court 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 the Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XII

Board of Directors

There shall be a board of directors consisting of at least three individuals. The initial directors are elected by the incorporators. After that, each director shall be elected by majority vote of the board of directors in the manner and at the times set forth in the bylaws, any director may be removed by the affirmative vote of at least two-thirds of the board of directors.

ARTICLE XIII

Officers

The officers of the corporation may consist of a president, one or more vice presidents, a secretary, a treasurer, and any other officers and assistant officers as may be provided for in the bylaws or by resolution of the board of directors. Each officer shall be elected by majority vote of the board of directors (and may be removed by majority vote of the board of directors) at such time and in such manner as may be prescribed by the bylaws or by law.

ARTICLES OF INCORPORATION for COREYSTRONG, INC.
Page 5 of 8

ARTICLE XIV

Incorporators

The name and address of the incorporator is:

Michelle Langlois
2201 46th Avenue North
St. Petersburg, Florida 33714

ARTICLE XV

Bylaws

The bylaws of the corporation are to be made and adopted by the board of directors, and may be altered, amended or rescinded by the board of directors.

ARTICLE XVI

Amendment

The corporation reserves the right to amend or repeal any provision contained in the articles of incorporation or any amendment to them by a two-thirds vote of the board of directors.

ARTICLE XVII

Indemnification and Civil Liability Immunity

The corporation shall indemnify each director and officer, including former directors and officers, to the fullest extent allowed by law, including but not limited to Florida Statutes Chapter 617. It is intended that the corporation be an organization that officers and directors of which are immune from civil liability to the extent provided under Florida Statutes Chapter 617 and other similar laws.

ARTICLE XVIII

Commencement of Corporate Existence

The date when corporate existence shall commence is the date that these Articles of Incorporation is October 1, 2019.

ARTICLES OF INCORPORATION for COREYSTRONG, INC. Page 6 of 8

| WITNESS William D. 51:c Eur | Michelle Langlois MICHELLE LANGLOIS |
|--|--|
| WETNESS Timesty Nixon | |
| The foregoing instrument was ac August, 2019 by MICHELLE LANGLOIS provided | knowledged before me on this <u> day of land day of land land </u> |

AMANDA JORDAN Commission # FF 981430 Expires May 30, 2020 Bonded Thru Troy Fein Insurance 600-366-7019 **NOTARY PUBLIC**

Sign: Q. W. Q. M. Q. Q. J. A. C. Q. Print: HYQ YQQ J. J. Z. Y. Q. Q.

(%)

of

CERTIFICATE OF DESIGNATION AND ACCEPTANCE BY REGISTERED AGENT

Pursuant to the provisions of Florida Statute § 617.0501, the undersigned corporation organized under the not-for-profit corporation laws of the State of Florida submits the following statement in designating the registered office and registered agent of the corporation in the State of Florida:

1. Name of the corporation:

COREYSTRONG, INC.

2. Name and address of the registered agency and office:

| Michelle' Langlois | |
|-------------------------------|--|
| 2201 46th Avenue North | |
| St. Petersburg, Florida 33714 | |

I, the undersigned person, having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this statement 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 agency.

Dated on the 14 day of August, 2019.

The foregoing instrument was acknowledged before me on this \(\frac{14}{2} \) day of August, 2019 by MICHELLE LANGLOIS (who is personally known to me or () who provided ______ as identification.

> AMANDA JORDAN Commission # FF 981430 Expires May 30, 2020

NOTARY PUBLIC