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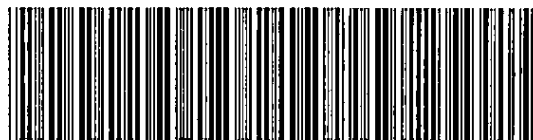
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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OCT 02 2019

COVER LETTER

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

SUBJECT: THE HONEY COMB HOUSE, INC.

(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: LEONID NERDINSKY

Name (Printed or typed)

3800 S OCEAN DRIVE SUITE 242

Address

HOLLYWOOD, FL 33019

City, State & Zip

9542376307

Daytime Telephone number

LNERDINSKY@NERDINSKYLAW.COM

E-mail address: (to be used for future annual report notification)

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
FOR
THE HONEY COMB HOUSE

The undersigned incorporator, for the purpose of forming a corporation not for profit pursuant to the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

ARTICLE 1
NAME

The name of the corporation shall be **THE HONEY COMB HOUSE, INC.** For convenience, the corporation shall be referred to in this instrument as the "Corporation", these Articles of Incorporation as the "Articles", and the By-Laws of the Corporation as the "By-Laws".

ARTICLE 2
OFFICE

The principal office and mailing address of the Corporation shall be at 13895 NW 5th Court, Miami, FL 33168, or at such other place as may be subsequently designated by the Board of Directors. All books and records of the Corporation shall be kept at its principal office or at such other place as may be permitted by the Act.

ARTICLE 3
PURPOSE

This corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.).

Mission. We provide emergency housing, holistic maternity education, empowerment and support to homeless pregnant women in Miami Dade County.

Vision. This organization offers an opportunity to expecting mothers facing homelessness circumstances in Miami Dade County to have a safe- childbearing oriented place to be while being pregnant where they can receive maternity education and support to develop stronger and healthier families.

Goals. Maternity is a unique, one and only process. Our goal is to become the number one pilot/ COST-EFFECTIVE evidence based project in MDC to validate that holistic education during pregnancy, a supportive atmosphere with a non-judgmental counsel improves mother's self- acceptance, personal growth and decreased homelessness and domestic violence re-occurrence.

ARTICLE 4
NON PROFIT EXEMPTION LANGUAGE

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 purposes set forth in Article Third hereof. 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. Notwithstanding any other provision of these articles, the corporation shall not 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 Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue 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.

ARTICLE 7 **TERM OF EXISTENCE**

The Corporation shall have perpetual existence.

ARTICLE 8 **INCORPORATOR**

The name and address of the Incorporator of this Corporation is:

NAME

ADDRESS

LEONID NERDINSKY

3800 S. Ocean Drive, Suite 242
Hollywood, FL

ARTICLES 9 **OFFICERS**

The affairs of the Corporation shall be administered by the officers holding the offices designated in the By-Laws. The officers shall be elected by the Board of Directors of the Corporations at its first meeting following the annual meeting of the members of the Corporation and shall serve at the pleasure of the Board of Directors.

President

Lorena Toledo
4343 West Flagler St
Coral Gables, FL 33134

Secretary

Ivania Delgado
17506 SW 153rd Ct
Miami, FL 33187

Treasurer

Kawana Morris
434 NE 210 Cr Tr apt 204
Miami, FL 33179

Chief Executive Officer

Eliana Ramos
13895 NW 5th Court.
Miami, FL 33168

ARTICLE 10
DIRECTORS

- 10.1 Number and Qualifications. The property, business and affairs of the Corporation shall be managed by a board consisting of the number of directors determined in the manner provided by the By-Laws, but which shall consist of not less than three (3) directors. Directors need not be members of the Corporation.
- 10.2 Duties and Powers. All of the duties and powers of the Corporation existing under the Act, the Declaration, these Articles and the By-Laws shall be exercised exclusively by the Board of Directors, its agents, contractors or employees, subject only to approval by Unit Owners when such approval is specifically required.
- 10.3 Election; Removal. Directors of the Corporation shall be elected at the annual meeting of the members in the manner determined by and subject to the qualifications set forth in the By-Laws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the By-Laws.
- 10.4 First Directors. The name and address of the members of the first Board of Directors who shall hold office until their successors are elected and have taken office, as provided in the By-Laws, are as follows:

<u>Name</u>	<u>Address</u>
Eliana Ramos	13895 NW 5 Ct North Miami, FL 33168
Paula Gonzalez	6961 W 14 Ct apt 207 Hialeah, FL 33014
Lorena Toledo	4343 West Flagler St Coral Gables, FL 33134

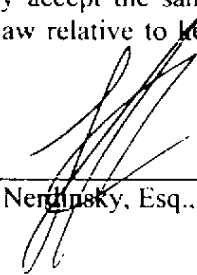
- 10.6 Standards. A Director shall discharge his duties as a director, including any duties as a member of a Committee: in good faith; with the care an ordinary prudent person in a like position would exercise under similar circumstances; and in a manner reasonably believed to be in the best interests of the Corporation. Unless a Director has knowledge concerning a matter in question that makes reliance unwarranted, a Director, in discharging his duties, may rely on information, opinions, reports or statements, including financial statements and other data, if prepared or presented by: one or more officers or employees of the Corporation whom the Director reasonably believes to be reasonable and competent in the manners presented; legal counsel, public accountants or other persons as to matters the Director reasonably believes are within the persons' professional or expert competence; or a Committee of which the Director is not a member if the Director reasonably believes the Committee merits confidence. A Director is not liable for any action taken as a director, or

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with the laws of Florida the following is submitted:

First. That desiring to organize under the laws of the State of Florida with its principal office, as indicated in the foregoing articles of incorporation, in the County of Broward, State of Florida, the Corporation named in the said articles has named Leonid Nerdinsky, Esq., located at 3800 S. Ocean Drive, Suite 242, Hollywood, FL 33019, as its statutory agent.

Having been named the statutory agent of said Corporation at the place designated in this certificate, I am familiar with the obligations of that position, and hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.



Leonid Nerdinsky, Esq., Registered Agent

DATED this 13 day of Sept, 2019.

FILED
19 SEP 16 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2019/09/16 10:25