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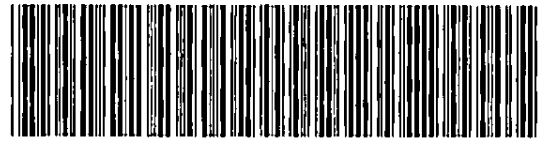
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STATE  
HALL ASHST

## COVER LETTER

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

SUBJECT: Upgrade for Africa, 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: Andrew Myers  
Name (Printed or typed)

3423 S Drexel Ave  
Address

Tampa, FL 33629  
City, State & Zip

850-341-8898  
Daytime Telephone number

andrerwmyersmd@gmail.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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RECEIVED  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FL 32314

**ARTICLES OF INCORPORATION**  
In compliance with Chapter 617, F.S., (Not for Profit)

**ARTICLE I    NAME**

The name of the corporation shall be: Upgrade for Africa, Inc.

**ARTICLE II    PRINCIPAL OFFICE**

Principal street address:  
3423 S Drexel Ave

Tampa, FL 33629

Mailing address, if different is:

**ARTICLE III    PURPOSE**

The purpose for which the corporation is organized is: To provide Africans with academic opportunities and improve service delivery of clinical and public health aid to low income countries.

**ARTICLE IV    MANNER OF ELECTION** The manner in which the directors are elected and appointed, as indicated in the bylaws.

**ARTICLE V    INITIAL OFFICERS AND/OR DIRECTORS**

Name and Title: Andrew Myers, President/Director

Address: 3423 S Drexel Ave  
Tampa, FL 33629

Name and Title: Lynette Menezes, Vice-President/Director

Address: 3423 S Drexel Ave  
Tampa, FL 33629

Name and Title: Lucy Guerra, Secretary / Director

Address: 3423 S Drexel Ave  
Tampa, FL 33629

Name and Title: Raymond Morganti, Treasurer/Director

Address: 3423 S Drexel Ave  
Tampa, FL 33629

Name and Title: John Bawel Thomas, Director

Address: 3423 S Drexel Ave  
Tampa, FL 33629

Name and Title:

Address:

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SECRETARY  
ATTEST

Name and Title: \_\_\_\_\_ Name and Title: \_\_\_\_\_

Address: \_\_\_\_\_ Address: \_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_

Name and Title: \_\_\_\_\_ Name and Title: \_\_\_\_\_

Address: \_\_\_\_\_ Address: \_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_

**ARTICLE VI REGISTERED AGENT**

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Name: REGISTERED AGENTS INC.

Address: 3030 N. Rocky Point Dr, STE 150A

Tampa, FL 33607

**ARTICLE VII INCORPORATOR**

The name and address of the Incorporator is:

Name: Andrew Myers

Address: 3423 S Drexel Ave

Tampa, FL 33629

*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity*

Bill Havre

Bill Havre/Assistant Secretary

Required Signature of Registered Agent

9/24/19

Date

*I submit this document and affirm that the facts stated herein are true. I am aware that any 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.*

Andrew Myers

Required Signature of Incorporator

9/30/2019

Date

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DEPARTMENT OF STATE  
HALL ASSISTANT SECRETARY

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2019 OCT 15 AM 10:56  
SECRETARY OF  
STATE  
HALL  
ALABAMA

## ADDENDUM

### ARTICLE III — PURPOSE

This corporation is organized exclusively for charitable, religious, educational, and scientific purposes as specified in Section 501(c)(3) of the Internal Revenue Code, 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.

### ARTICLE VIII — ADDITIONAL PROVISIONS

No part of the net earnings, properties or assets of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that 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 in the purpose clause hereof.

No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

Notwithstanding any other provisions of this document, the corporation shall not carry on any other activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future tax code, or by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future tax code.

In the event of liquidation, dissolution, or winding up of the corporation, whether voluntary, involuntary, or by the operation of law, the property or other assets of the corporation remaining after the payment, satisfaction, and discharge of liabilities or obligations, shall be distributed, as designated by the Board of Directors, entirely to any corporation, community chest, fund, foundation, agency, institution, or other entity which is (or between or among two or more of such entities, each of which is) organized and operated for charitable or religious purposes, and is exempt from Federal income taxation as an organization described in Section 501(c)(3) of the Code. 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.