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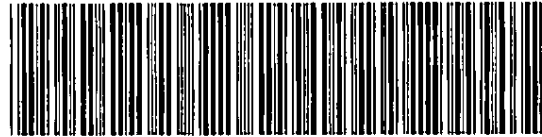
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## **DECARCERATE MIAMI, INC.**

1045 10th Street, Apt 805  
Miami Beach, Florida 33139

November 26, 2019

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

**Re: Proposed Non-profit Corporation: Decarcerate Miami, Inc.**

Division of Corporations:

Enclosed please find for filing and processing an original and two copies of the Articles of Incorporation for Decarcerate Miami, Inc. In addition, please find a check in the amount of \$87.50, which covers the filing fee as well as the cost of a certified copy and a certificate of status. Please return the certified copy and the certificate of status to be provided to the registered agent of the corporation.

Thank you for your cooperation. If you have any questions, please feel free to call or email me.

Sincerely,



Maya Ragsdale, Esq.

Attorney at Law

1045 10th Street

Miami Beach, Florida 33139

(734) 660-8023

mragsdale09@gmail.com

# ARTICLES OF INCORPORATION OF DECARCERATE MIAMI, INC.

A Florida Not for Profit Corporation

The undersigned, acting as incorporator of a corporation under Chapter 617 of the Florida Statutes, adopts the following Articles of Incorporation:

## ARTICLE I: NAME

The name of the corporation is **Decarcerate Miami, Inc.** (the "Corporation").

## ARTICLE II: PRINCIPAL AND MAILING ADDRESS

The principal address of the corporation, located in Miami-Dade County, is 1045 10th Street, Apt 805, Miami Beach, FL 33139. The mailing address of the corporation is 1045 10th Street, Apt 805, Miami Beach, FL 33139.

## ARTICLE III: PURPOSE

The purposes for which this corporation is formed are exclusively charitable, educational, and scientific within the meaning of § 501(c)(3) of the Internal Revenue Code, as may be amended, and consist of, but are not limited to, the following:

- 1) To support and mobilize people impacted by the criminal legal system to collectively fight for and build lasting alternatives to jails, prisons, and police through service provision, creative advocacy, popular education, and coalition-building.
- 2) To support or assist other organizations as may be reasonably related to the foregoing and following purposes.
- 3) To solicit and receive contributions, purchase, own and sell real and personal property, to make contracts, invest corporate funds, to spend corporate funds for corporate purposes and to engage in any activity which is in furtherance of, incidental to, or connected with any of the foregoing or following purposes.
- 4) To aid, support, and assist by gifts, contributions, or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable, educational or scientific purposes, no part of the net earnings of which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.

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5) To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, association, trusts, institution, foundations, or governmental bureaus, departments or agencies.

6) All of the foregoing purposes shall be exercised exclusively charitable and educational purposes in such a manner that the Corporation will qualify as an exempt organization under § 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue law.

The Corporation is not organized for profit and no part of the net earnings of this corporation shall inure to the benefit of any member of the Board of Directors or any other individual except that this corporation may make payments of reasonable compensation for services rendered.

No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office except as authorized under the Internal Revenue Code of 1954, as amended.

Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt § 501(c)(3) of the Internal Revenue Code to be used exclusively for charitable and educational purposes. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

#### **ARTICLE IV: MANNER OF ELECTION**

The method of election of the Board of Directors shall be stated in the bylaws.

#### **ARTICLE V: MEMBERSHIP**

The qualification for members, if any, and the manner of their admission shall be stated in the bylaws.

#### **ARTICLE VI: INITIAL OFFICERS AND/OR DIRECTORS**

The initial directors of the Corporation are:

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MAYA RAGSDALE  
1045 10<sup>th</sup> STREET, APT. 805  
MIAMI BEACH, FLORIDA 33139

RUMA BANERJEE  
2608 ENGLISH OAK DRIVE  
ANN ARBOR, MICHIGAN 48103

STEPHEN RAGSDALE  
308 WILTON STREET  
ANN ARBOR, MICHIGAN 48103

#### **ARTICLE VII: REGISTERED AGENT**

The name and address of the registered agent of the corporation is:

MAYA RAGSDALE  
1045 10<sup>th</sup> STREET, APT. 805  
MIAMI BEACH, FLORIDA 33139

#### **ARTICLE VIII: INCORPORATOR**

The name and address of the incorporator is:

MAYA RAGSDALE  
1045 10<sup>th</sup> STREET, APT. 805  
MIAMI BEACH, FLORIDA 33139

#### **ARTICLE IX: DURATION**

The period of duration is perpetual.

#### **ARTICLE X: INDEMNIFICATION**

Any person (and the heirs, executors, and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that they, she or he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by their, her or his heirs, executors, or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit, or proceeding that such

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Director or officer is liable for negligence or misconduct in the performance of their, her or his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors of administrators) may be entitled apart from this Article.

### EXECUTION

These Articles of Incorporation are hereby executed by the incorporator on this 26 day of November, 2019.

  
Maya Ragsdale

### REGISTERED AGENT'S ACCEPTANCE OF APPOINTMENT

Having been named as registered agent to accept service of process for the 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.

  
Maya Ragsdale

11/26/19  
Date

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