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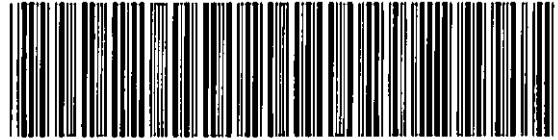
(Business Entity Name)

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COVER LETTER

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

SUBJECT: FUNDACION PEDRO, 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: Sonia Matos
Name (Printed or typed)

3158 NW 92 STREET
Address

MIAMI, FL 33147
City, State & Zip

305-988-5900
Daytime Telephone number

soniaiglesias305@gmail.com
E-mail address: (to be used for future annual report notification)

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

SECRETARY OF STATE
TALLAHASSEE, FL

2020 FEB 13 PM 3:48

FILED

ARTICLES OF INCORPORATION

In compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be: FUNDACION PEDRO, INC.

ARTICLE II PRINCIPAL OFFICE

Principal street address:

3158 NW 92 STREET

MIAMI, FL 33147

Mailing address, if different is:

same

ARTICLE III PURPOSE

The purpose for which the corporation is organized is: See attached

ARTICLE IV MANNER OF ELECTION The manner in which the directors are elected and appointed: See attached

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

Name and Title: Sonia Margarita Matos Naar PRES

Address: 3158 NW 92 STREET

Miami, FL 33147

Name and Title:

Address:

Name and Title: Dr. Clara Benedicto VICE PRESIDENT

Address: 3158 NW 92 STREET

Miami, FL 33147

Name and Title:

Address:

Name and Title: Shara Despaigne Romero SECRETARY

Address: 3158 NW 92 STREET

Miami, FL 33147

Name and Title:

Address:

SECRETARY OF STATE
TALLAHASSEE, FL

2020 FEB 13 PM 3:48

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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: Sonia Margarita Matos Naar

Address: 3158 NW 92 STREET

Miami, FL 33147

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Name: Sonia Margarita Matos Naar

Address: 3158 NW 92 STREET

Miami, FL 33147

ARTICLE VIII EFFECTIVE DATE:

Effective date, if other than the date of filing: _____ (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five days prior or 90 days after the filing.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will be listed as the document's effective date on the Department of State's records.

FILED
2020 FEB 13 PM 3:49
SECRETARY OF STATE
TALLAHASSEE, FL

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.

Sonia M. Matos
Required Signature of Registered Agent

02/04/2020
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.

Sonia M. Matos
Required Signature of Incorporator

02/04/2020
Date

Fundación Pedro, Inc.

ARTICLE III: The specific Purpose for which this corporation is organized is:

This corporation is organized and operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal revenue Code.

ARTICLE IX: The Officers and Directors of the corporation are elected.

ARTICLE X: Conflict of Interest Resolution

- (1) Any director, officer or key employee who has an interest in a contract or other transaction presented to the Board or a committee thereof for authorization, approval, or ratification shall make a prompt and full disclosure of their interest to the Board or committee prior to its acting on such a contract or transaction. Such disclosure shall include any relevant material facts known to such person about the contract or transaction that might be reasonably construed to be adverse to the corporation's interest.
- (2) No member or director shall cast a vote on any matter which has a direct bearing on services to be provided by that member, director or any organization which such member or director represents or which such member or director has an ownership interest or is otherwise interested or affiliated, which would directly or indirectly benefit such member or director. All such services shall be fully disclosed or known to the Board members present at the meeting at which such contract shall be authorized.

ARTICLE XI: Dissolution

Upon winding up or dissolution of this corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to a non-profit fund, foundation, or corporation, which is organized and operated exclusively for charitable, educational, religious and/or scientific purposes and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.

ARTICLE XII: Document Destruction

Document Retention and Destruction policy which follows identifies the record retention responsibilities of staff, volunteers, members of the board of directors, and outsiders for maintaining and documenting the storage and destruction of the organization's documents and records.

The organization's staff, volunteers, members of the board of directors, committee members and outsiders (independent contractors via agreements with them) are required to honor the following rules:

Fundación Pedro, Inc.

- a. Paper or electronic documents indicated under the terms for retention in the following section will be transferred and maintained by (fill in the blank based on the organization's practices):
- b. All other paper documents will be destroyed after three years:
- c. All other electronic documents will be deleted from all individual computers, data bases, networks, and back-up storage after one year:
- d. No paper or electronic documents will be destroyed or deleted if pertinent to any ongoing or anticipated government investigation or proceeding or private litigation (check with legal counsel or the human resources department for any current or foreseen litigation if employees have not been notified); and
- e. No paper or electronic documents will be destroyed or deleted as required to comply with government auditing standards (Single Audit Act).

Record Retention

The following table indicates the minimum requirements and is provided as guidance to customize in determining your organization's document retention policy. Because statutes of limitations and state and government agency requirements vary from state to state, each organization should carefully consider its requirements and consult with legal counsel before adopting a Document Retention and Destruction Policy. In addition, federal awards and other government grants may provide for a longer period than is required by other statutory requirements.

ARTICLE XIII: Whistleblower Protection Policy

The organization requires directors, officers and employees to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. As employees and representatives of FUNDACION PEDRO ("The Foundation") must practice honesty and integrity in fulfilling our responsibilities and comply with all applicable laws and regulations.

Reporting Responsibility

This Whistleblower Policy is intended to encourage and enable employees and others to raise serious concerns internally so that the Foundation can address and correct inappropriate conduct and actions. It is the responsibility of all board members, officers, employees and volunteers to report concerns about violations of the Company code of ethics or suspected violations of law or regulations that govern its operations.

No Retaliation

It is contrary to the values of the Foundation for anyone to retaliate against any board member, officer, and employee or volunteer who in good faith reports an ethics violation, or a suspected violation of law, such as a complaint of discrimination, or suspected fraud, or suspected violation of any regulation governing the operations of the Foundation.. An

Fundación Pedro, Inc.

employee who retaliates against someone who has reported a violation in good faith is subject to discipline up to and including termination of employment.

Reporting Procedure

The Foundation has an open-door policy and suggests that employees share their questions, concerns, suggestions or complaints with their supervisor. If you are not comfortable speaking with your supervisor or you are not satisfied with your supervisor's response, you are encouraged to speak with the President or an Executive Director, or a board member, if the organization is very small and involving the board would be appropriate. Supervisors and managers are required to report complaints or concerns about suspected ethical and legal violations in writing to the President, who has the responsibility to investigate all reported complaints. Employees with concerns or complaints may also submit their concerns in writing directly to their supervisor or the Executive Director or the organization's Compliance Officer.

Compliance Officer, Chairman of the Board, President

The above individuals are responsible for ensuring that all complaints about unethical or illegal conduct are investigated and resolved. The above individuals will advise the Board of Directors of all complaints and their resolution and will report at least annually to the Treasurer/Chair of the Finance Committee/Audit Committee on compliance activity relating to accounting or alleged financial improprieties.

Accounting and Auditing Matters

The President shall immediately notify the Audit Committee / Finance Committee of any concerns or complaint regarding corporate accounting practices, internal controls or auditing and work with the committee until the matter is resolved.

Acting in Good Faith

Anyone filing a written complaint concerning a violation or suspected violation must be acting in good faith and have reasonable grounds for believing the information disclosed indicates a violation. Any allegations that prove not to be substantiated and which prove to have been made maliciously or knowingly to be false will be viewed as a serious disciplinary offense.

Confidentiality

Violations or suspected violations may be submitted on a confidential basis by the complainant. Reports of violations or suspected violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

Handling of Reported Violations

The President will notify the person who submitted a complaint and acknowledge receipt of the reported violation or suspected violation. All reports will be promptly investigated and appropriate corrective action will be taken if warranted by the investigation.