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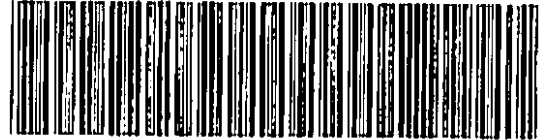
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TALLAHASSEE, FL



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 24, 2020

MANDI MOORE
11050 SE 37TH AVE RD
BELLEVIEW, FL 34420

SUBJECT: ADVANCING ACADEMICS LLC
Ref. Number: W19000110503

2020 MAR -5 PM 2:00

RECEIVED

We have received your document for ADVANCING ACADEMICS LLC and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

I HAVE SENT THE CORRECT ARTICLES OF INCORPORATION ATTACHED TO THIS LETTER. PLEASE FEEL FREE TO FAX IT TO MY ATTENTION AT 850-245-6804. OR CALL ME TO EMAIL IT TO ME 850-245-6293.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Keyna E Page
Regulatory Specialist II

Letter Number: 220A00004067



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 6, 2020

MANDI MOORE
11050 SE 37TH AVE RD
BELLEVIEW, FL 34420

SUBJECT: ADVANCING ACADEMICS LLC
Ref. Number: W19000110503

We have received your document for ADVANCING ACADEMICS LLC and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

As a condition of a conversion, pursuant to s.605.0212(9) & s.605.0212(10), Florida Statutes, the entity must be active and current in filing its annual reports with the Department of State through December 31 of the calendar year in which the conversion is submitted for filing.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Keyna E Page
Regulatory Specialist II

Letter Number: 220A00002691

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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Advancing Academics Inc

Name of Resulting Florida Profit Corporation

The enclosed Articles of Conversion, Articles of Incorporation, and fees are submitted to convert the following eligible entity into a "Florida Profit Corporation" in accordance with ss. 607.11933 & 607.0202, F.S.

Please return all correspondence concerning this matter to:

Mandi Moore

Contact Person

Advancing Academics LLC

Firm/Company

11050 SE 37th Ave Rd

Address

Belleview, FL 34420

City, State and Zip Code

mmoore5007@gmail.com

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

For further information concerning this matter, please call:

Mandi Moore at (407) 952-1894

Name of Contact Person

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

- ☐ \$105.00 Filing Fees ☐ \$113.75 Filing Fees and Certificate of Status ☐ \$113.75 Filing Fees and Certified Copy ☒ \$122.50 Filing Fees, Certified Copy, and Certificate of Status

Mailing Address:

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

Street Address:

New Filing Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

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Advancing Academics LLC
Plan of Conversion to a Corporation

WHEREAS, Advancing Academics LLC, a Florida limited liability corporation (LLC), referred to herein as the ("Company") plans to convert into a Florida nonprofit corporation is subject to the filing of the Certificate of Incorporation and Certificate of Conversion with the State of Florida.

NOW, THEREFORE, Advancing Academics LLC hereby sets forth the details for such conversion into Advancing Academics Inc, a Florida 501(c)(3) nonprofit corporation, herein referred to as the ("Corporation") in this Plan of Entity Conversion:

1. The Company hereby agrees to convert to a Florida Nonprofit Corporation and to be known as Advancing Academics Inc, and to perform such acts and execute such documents as may be necessary and/or convenient to effect the Conversion, including but not limited to the execution of the Articles of Conversion with the state of Florida, Articles of Incorporation and Bylaws for the nonprofit corporation.
2. Conversion. Upon filing the Articles of Conversion, Advancing Academics LLC shall transfer all assets and liabilities of the Company to the Corporation. Upon completion of the Articles of Conversion, Advancing Academics LLC is hereby terminated and dissolved.
3. Taxpayer Identification Number. Notwithstanding the foregoing, the Company shall not be terminated for tax purposes by reason of the Conversion, but rather an IRS Form 1023 will be filed to transfer the taxpayer identification number to the 501(c)(3) nonprofit corporation.
4. Business of the Company. The business of the Company shall continue to be carried on after the Conversion in accordance with the provisions of the state of Florida laws, as a 501(c)(3) nonprofit corporation.
5. Amendment. This plan may not be amended after filing the Articles of Conversion with the state of Florida, except as permitted or requested by the state of Florida in accordance with s. 605.1045, Florida Statutes.

IN WITNESS WHEREOF, the undersigned sole member of the Company has executed this plan of conversion as of the 1st day of December, 2019.

ADVANCING ACADEMICS LLC,
A Florida limited liability company

By: Mandi Moore
Its: Mandi Moore,
Sole Member, Advancing Academics LLC

**ARTICLES OF INCORPORATION OF
ADVANCING ACADEMICS INC**

The undersigned Incorporator hereby establishes the Articles of Incorporation of this nonstock corporation subject to the requirements of the laws of the State of Florida, pursuant to s 617 0202, F S., and to that end, hereby adopts these Articles of Incorporation as follows:

**ARTICLE I
NAME**

The name of the Corporation is Advancing Academics Inc.

**ARTICLE II
PRINCIPAL PLACE OF BUSINESS**

The principal place of business is 11050 SE 37th Ave Rd, Belleview, FL 34420.

**ARTICLE III
PURPOSE**

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

The Corporation shall have all powers and authorities now or hereafter conferred upon nonstock, nonprofit Corporations organized under the laws of the State of Florida; provided, however, that (a) no part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its officers, directors, 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 for which it is organized, (b) no substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation (except as provided in Section 501(h) of the Internal Revenue Code, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office, and (c) the Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation operating exclusively for charitable, religious, educational, and scientific purposes within the meaning of, and exempt from

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federal income tax under, Section 501(c)(3) of the Code, or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

The specific purpose of the Corporation shall be to create a challenging learning environment that encourages high expectations for success through development-appropriate instruction that allows for individual differences and learning styles. Each student's self-esteem is fostered by positive relationships with students and staff. We strive to have our parents, academic leaders, and community members actively involved in our students' learning. Our objective is to give all our children the education, life skills, values and a caring environment that will empower them to achieve their potential.

ARTICLE IV MANNER OF ELECTION

Board members shall be elected as stated in the bylaws.

ARTICLE V OFFICERS/DIRECTORS

Moore, Mandi President
11050 SE 37th Avenue Rd, Belleview, FL 34420

Hartigan, Caitlin Secretary
12190 Maple Street, Dunnellon, FL 34432

Esquibel, Jaimie Treasurer
8176 SW 100th Lane Rd, Ocala, FL 34481

ARTICLE VI REGISTERED OFFICE AND AGENT

The office of the Corporation shall be located in Marion County, Florida, and the address of the registered office shall be 11050 SE 37th Avenue Rd, Belleview, FL 34420. The name of the registered agent, whose business office is identical with such registered office, shall be Mandi Moore, who is a resident of the State of Florida and a director of the Corporation

My signature as Registered Agent confirms that I am familiar with and accept the obligations of s 617.0501, F.S. and agree to serve as Registered Agent for Advancing Academics Inc

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STATE OF FLORIDA
TALLAHASSEE, FL

Registered Agent:

Name Mandi Moore

Mandi Moore

Signature

11/15/19

Date

ARTICLE VII INCORPORATOR

The incorporator of this document is Mandi Moore, 11050 SE 37th Avenue, Rd, Belleview, FL 34420.

ARTICLE VIII BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors. The number of directors shall be no fewer than three (3) and no more than fifteen (15) at all times, with the exact number to be fixed by the Board of Directors. Directors shall be elected by the directors in accordance with the bylaws of the corporation.

ARTICLE IX LIMITATION OF LIABILITY AND INDEMNIFICATION

Section One - Limitation of Liability. To the full extent that the Florida Nonstock Corporation Act, as it exists on the date hereof or may hereafter be amended, permits the limitation or elimination of the liability of the directors or officers, a director or officer of the Corporation shall not be liable to the Corporation for any monetary damages.

Section Two - Indemnification. The Corporation shall indemnify a director or officer of the Corporation who is or was a party to any proceeding by reason of the fact that he or she is or was such a director or officer, or is or was serving at the request of the Corporation as a director, partner, trustee, officer, manager, employee or agent of another corporation, partnership, limited liability company, joint venture, trust, employee benefit plan or other enterprise, against all liabilities and expenses incurred in the proceeding except such liabilities and expenses as are incurred because of his willful misconduct or knowing violation of the criminal law.

Section Three - Advances and Reimbursement of Expenses. Unless a determination has been made that the indemnification is not permissible, the Corporation shall make advances and reimbursements for expenses incurred by a director or officer in a proceeding upon receipt of an undertaking from him or her to repay the same, if it is

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ultimately determined that the director or officer is not entitled to indemnification. Such undertaking shall be an unlimited, unsecured general obligation of the director or officer and shall be accepted without reference to his or her ability to make repayment. Unless a determination has been made that indemnification is not permissible, the Corporation is hereby empowered to contract in advance to indemnify and advance the expenses of any director or officer.

Section Four - Procedure for Indemnification. The determination to make advancements, reimbursements or indemnifications, or to contract in advance to do the same, shall be made by majority vote of a quorum of disinterested directors. If a quorum of disinterested directors cannot be obtained for any reason, then the determination shall be made by a majority vote of a committee designated by the Board of Directors, including interested directors, the committee to consist only of disinterested directors, at least two (2) in number, or by special legal counsel selected by a quorum of disinterested directors or by the committee described above. If neither a quorum of disinterested directors nor a committee of at least two (2) disinterested directors can be obtained, then the selection of the special legal counsel shall be made by a majority vote of the entire Board, including interested directors.

Section Five - Persons Covered. The Board of Directors is hereby empowered, by majority vote of a quorum of disinterested directors, to cause the Corporation to indemnify or contract in advance to indemnify any person not specified in Section Two of this Article who was or is a party to any proceeding, by reason of the fact that he or she is or was an employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, partner, trustee, officer, manager, employee or agent of another corporation, partnership, limited liability company, joint venture, trust, employee benefit plan or other enterprise, to the same extent as if such person were specified as one to whom indemnification is granted in Section Two.

Section Six - Insurance. The Corporation may purchase and maintain insurance to indemnify it against the whole or any portion of the liability assumed by it in accordance with this Article and may also procure insurance, in such amounts as the Board of Directors may determine, on behalf of any person who is or was a director, officer, employee, or agent of the Corporation, or is or was serving at the request of the Corporation as a director, partner, trustee, officer, manager, employee, or agent of another corporation, partnership, limited liability company, joint venture, trust, employee benefit plan, or other enterprise, against any liability asserted against or incurred by any such person in any such capacity or arising from his status as such, whether or not the Corporation would have power to indemnify him against such liability under the provisions of this Article.

Section Seven - Changes in Board Composition. In the event there has been a change in the composition of a majority of the Board of Directors after the date of the alleged act or omission with respect to which indemnification is claimed, any determination as to indemnification and advancement of expenses with respect to any claim for

the Board of Directors and the proposed indemnitee are unable to agree upon such special legal counsel, the Board of Directors and the proposed indemnitee each shall select a nominee, and the nominees shall select such special legal counsel.

Section Eight - Applicability of this Article The provisions of this Article shall be applicable to all actions, claims, suits or proceedings commenced after the adoption hereof, whether arising from any action taken or failure to act before or after such adoption. No amendment, modification or repeal of this Article shall diminish the rights provided hereby or diminish the right to indemnification with respect to any claim, issue or matter in any then pending or subsequent proceeding that is based in any material respect on any alleged action or failure to act prior to such amendment, modification or repeal. Reference herein to directors, officers, employees or agents shall include former directors, officers, employees and agents and their respective heirs, executors and administrators.

ARTICLE X DISSOLUTION

Upon the dissolution of the organization, the Board of Directors shall, after making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the organization exclusively for the purposes of the organization in such manner, or to such organization or organizations organized and operated exclusively for charitable, religious, and educational purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, as the Board of Directors shall determine any such assets not so distributed shall be distributed to the federal government, or to a state or local government for a public purpose. Any assets not disposed of as such shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the organization or organizations 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.

IN WITNESS WHEREOF, I have hereunto set my hand this 15th day of
November, 2019.

Mandi Moore, Incorporator

Mandi Moore
Mandi Moore, President

11/15/19 Date

Caitlin Hartigan
Caitlin Hartigan, Secretary

11/19/19 Date

Jaimie Esquibel
Esquibel, Jaimie, Treasurer

11/19/19 Date

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Articles of Conversion
For
Converting Eligible Entity
Into
Florida Profit Corporation

The Articles of Conversion and attached Articles of Incorporation are submitted to convert the following eligible business entity into a Florida Profit Corporation in accordance with ss. 602.11933 & 607.0202, Florida Statutes.

1. The name of the Converting Entity immediately prior to the filing of the Articles of Conversion is:

Advancing Academics LLC (L18-198214)

Enter Name of the Converting Entity

2. The converting entity is a limited liability company

(Enter entity type. Example: limited liability company, limited partnership, general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Florida

(Enter state or if a non-U.S. entity, the name of the country)

on August 27, 2018

Enter date "Converting Entity" was first organized, formed or incorporated.

3. The name of the Florida Profit Corporation as set forth in the attached Articles of Incorporation:

Advancing Academics Inc.

Enter Name of Florida Profit Corporation

4. This conversion was approved by the eligible converting entity in accordance with this chapter and the laws of its current/organic jurisdiction.

5. If not effective on the date of filing, enter the effective date: January 1, 2020

(The effective date cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

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

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TALLAHASSEE, FL

Signed this 23rd day of January, 2020

Required Signature for Florida Profit Corporation:

Signature of Director, Officer, or, if Directors or Officers have not been selected, an incorporator:

Mandi Moore
Printed Name: Mandi Moore Title: CEO

Required Signature(s) on behalf of Converting Florida partnerships, limited partnerships, and limited liability companies: [See below for required signature(s).]

Signature: Mandi Moore
Printed Name: Mandi Moore Title: President

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

If Florida General Partnership or Limited Liability Partnership:

Signature of one General Partner: _____

If Florida Limited Partnership or Limited Liability Limited Partnership:

Signatures of ALL General Partners: _____

If Florida Limited Liability Company:

Signature of a Member or Authorized Representative: _____

All others:

Signature of an authorized person: _____

Fees:

- | | |
|--|-------------------|
| Articles of Conversion | \$35.00 |
| Fees for Florida Articles of Incorporation | \$70.00 |
| Certified Copy | \$8.75 (Optional) |
| Certificate of Status | \$8.75 (Optional) |

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TALLAHASSEE, FL

**ARTICLES OF INCORPORATION OF
ADVANCING ACADEMICS INC**

The undersigned Incorporator hereby establishes the Articles of Incorporation of this nonstock corporation subject to the requirements of the laws of the State of Florida, pursuant to § 617.0202, F.S., and to that end, hereby adopts these Articles of Incorporation as follows:

**ARTICLE I
NAME**

The name of the Corporation is Advancing Academics Inc.

**ARTICLE II
PRINCIPAL PLACE OF BUSINESS**

The principal place of business is 11050 SE 37th Ave Rd, Belleview, FL 34420.

**ARTICLE III
PURPOSE**

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

The Corporation shall have all powers and authorities now or hereafter conferred upon nonstock, nonprofit Corporations organized under the laws of the State of Florida; provided, however, that (a) no part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its officers, directors, 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 for which it is organized, (b) no substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation (except as provided in Section 501(h) of the Internal Revenue Code, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office, and (c) the Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation operating exclusively for charitable, religious, educational, and scientific purposes within the meaning of, and exempt from

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TALLAHASSEE, FL

federal income tax under Section 501(c)(3) of the Code, or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code. The specific purpose of the Corporation shall be to create a challenging learning environment that encourages high expectations for success through development-appropriate instruction that allows for individual differences and learning styles. Each student's self-esteem is fostered by positive relationships with students and staff. We strive to have our parents, academic leaders, and community members actively involved in our students' learning. Our objective is to give all our children the education, life skills, values and a caring environment that will empower them to achieve their potential.

ARTICLE IV MANNER OF ELECTION

Board members shall be elected as stated in the bylaws.

ARTICLE V OFFICERS/DIRECTORS

Moore, Mandi President
11050 SE 37th Avenue Rd. Belleview FL 34420

Hartigan, Caitlin Secretary
12190 Maple Street, Dunnellon FL 34432

Esquibel, Jaimie Treasurer
8176 SW 100th Lane Rd. Ocala FL 34481

ARTICLE VI REGISTERED OFFICE AND AGENT

The office of the Corporation shall be located in Marion County, Florida, and the address of the registered office shall be 11050 SE 37th Avenue Rd. Belleview, FL 34420. The name of the registered agent, whose business office is identical with such registered office, shall be Mandi Moore, who is a resident of the State of Florida and a director of the Corporation.

My signature as Registered Agent confirms that I am familiar with and accept the obligations of s.617.0501, F.S. and agree to serve as Registered Agent for Advancing Academics Inc.

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TALLAHASSEE, FL

Registered Agent

Name

Mandi Moore

Mandi Moore

Signature

SECRETARY OF STATE
TALLAHASSEE, FL
Date

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ARTICLE VII INCORPORATOR

The incorporator of this document is Mandi Moore, 11050 SE 37th Avenue, Rd, Belleview, FL 34420.

ARTICLE VIII BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors. The number of directors shall be no fewer than three (3) and no more than fifteen (15) at all times, with the exact number to be fixed by the Board of Directors. Directors shall be elected by the directors in accordance with the bylaws of the corporation.

ARTICLE IX LIMITATION OF LIABILITY AND INDEMNIFICATION

Section One - Limitation of Liability. To the full extent that the Florida Nonstock Corporation Act, as it exists on the date hereof or may hereafter be amended, permits the limitation or elimination of the liability of the directors or officers, a director or officer of the Corporation shall not be liable to the Corporation for any monetary damages.

Section Two - Indemnification. The Corporation shall indemnify a director or officer of the Corporation who is or was a party to any proceeding by reason of the fact that he or she is or was such a director or officer, or is or was serving at the request of the Corporation as a director, partner, trustee, officer, manager, employee or agent of another corporation, partnership, limited liability company, joint venture, trust, employee benefit plan or other enterprise, against all liabilities and expenses incurred in the proceeding except such liabilities and expenses as are incurred because of his willful misconduct or knowing violation of the criminal law.

Section Three - Advances and Reimbursement of Expenses. Unless a determination has been made that the indemnification is not permissible, the Corporation shall make advances and reimbursements for expenses incurred by a director or officer in a proceeding upon receipt of an undertaking from him or her to repay the same, if it is

ultimately determined that the director or officer is not entitled to indemnification. Such undertaking shall be an unlimited, unsecured general obligation of the director or officer and shall be accepted without reference to his or her ability to make repayment. Unless a determination has been made that indemnification is not permissible, the Corporation is hereby empowered to contract in advance to indemnify and advance the expenses of any director or officer.

Section Four - Procedure for Indemnification. The determination to make advancements, reimbursements or indemnifications, or to contract in advance to do the same, shall be made by majority vote of a quorum of disinterested directors. If a quorum of disinterested directors cannot be obtained for any reason, then the determination shall be made by a majority vote of a committee designated by the Board of Directors, including interested directors, the committee to consist only of disinterested directors, at least two (2) in number, or by special legal counsel selected by a quorum of disinterested directors or by the committee described above. If neither a quorum of disinterested directors nor a committee of at least two (2) disinterested directors can be obtained, then the selection of the special legal counsel shall be made by a majority vote of the entire Board, including interested directors.

Section Five - Persons Covered. The Board of Directors is hereby empowered, by majority vote of a quorum of disinterested directors, to cause the Corporation to indemnify or contract in advance to indemnify any person not specified in Section Two of this Article who was or is a party to any proceeding, by reason of the fact that he or she is or was an employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, partner, trustee, officer, manager, employee or agent of another corporation, partnership, limited liability company, joint venture, trust, employee benefit plan or other enterprise, to the same extent as if such person were specified as one to whom indemnification is granted in Section Two.

Section Six - Insurance. The Corporation may purchase and maintain insurance to indemnify it against the whole or any portion of the liability assumed by it in accordance with this Article and may also procure insurance, in such amounts as the Board of Directors may determine, on behalf of any person who is or was a director, officer, employee, or agent of the Corporation, or is or was serving at the request of the Corporation as a director, partner, trustee, officer, manager, employee, or agent of another corporation, partnership, limited liability company, joint venture, trust, employee benefit plan, or other enterprise, against any liability asserted against or incurred by any such person in any such capacity or arising from his status as such, whether or not the Corporation would have power to indemnify him against such liability under the provisions of this Article.

Section Seven - Changes in Board Composition. In the event there has been a change in the composition of a majority of the Board of Directors after the date of the alleged act or omission with respect to which indemnification is claimed, any determination as to indemnification and advancement of expenses with respect to any claim for

the Board of Directors and the proposed indemnitee are unable to agree upon such special legal counsel, the Board of Directors and the proposed indemnitee each shall select a nominee, and the nominees shall select such special legal counsel.

Section Eight - Applicability of this Article. The provisions of this Article shall be applicable to all actions, claims, suits or proceedings commenced after the adoption hereof, whether arising from any action taken or failure to act before or after such adoption. No amendment, modification or repeal of this Article shall diminish the rights provided hereby or diminish the right to indemnification with respect to any claim, issue or matter in any then pending or subsequent proceeding that is based in any material respect on any alleged action or failure to act prior to such amendment, modification or repeal. Reference herein to directors, officers, employees or agents shall include former directors, officers, employees and agents and their respective heirs, executors and administrators.

ARTICLE X

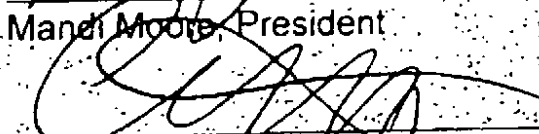
DISSOLUTION

Upon the dissolution of the organization, the Board of Directors shall, after making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the organization exclusively for the purposes of the organization in such manner, or to such organization or organizations organized and operated exclusively for charitable, religious, and educational purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code; as the Board of Directors shall determine any such assets not so distributed shall be distributed to the federal government, or to a state or local government for a public purpose. Any assets not disposed of as such shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the organization or organizations 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.

IN WITNESS WHEREOF, I have hereunto set my hand this 15th day of November, 2019.

Mandi Moore, Incorporator


Mandi Moore, President


Caitlin Hartigan, Secretary


Esquibel, Jaimie, Treasurer

2020 MAR 15 PM 10:20
SECRETARY OF STATE
TALLAHASSEE FL
Date

11/15/19
11/19/19
11/19/19
Date