

5/6/2020

Division of Corporations

Florida Department of State

Division of Corporations

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COR AMND/RESTATE/CORRECT OR O/D RESIGN
WE ARE ONE VILLAGE, INC.

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**RESTATED ARTICLES OF INCORPORATION
OF**

WE ARE ONE VILLAGE, INC.

A Florida Nonprofit Corporation

The undersigned, President of WE ARE ONE VILLAGE, INC., executes the Restatement of Articles of Incorporation of WE ARE ONE VILLAGE, INC. pursuant to Chapter 617 of the Florida Statutes.

ARTICLE I

The name of the corporation is **WE ARE ONE VILLAGE, INC.**

ARTICLE II

The Articles of Incorporation shall be effective immediately when filed with the Secretary of State of Florida.

ARTICLE III

The street address of the principal office of the Corporation is:

209 HILLSIDE AVENUE
CRANFORD, NEW JERSEY 07016

The mailing address of the Corporation is:

209 HILLSIDE AVENUE
CRANFORD, NEW JERSEY 07016

ARTICLE IV

The period of duration is perpetual.

ARTICLE V

The purpose of the non-profit corporation is organized exclusively for charitable, religious, and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section

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Mailing Address
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Orlando, Florida 32835
(407) 377-5507
www.Homsilaw.com

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501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue Law.

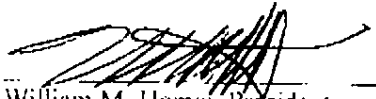
ARTICLE VI

The name and Florida street address of the registered agent is:

HOMSI LAW, P.A.
8815 CONROY-WINDERMERE ROAD, #402
ORLANDO, FLORIDA 32835

Having been named as registered agent and to accept service of process for the above stated company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature of Registered Agent:


William M. Homs, President

ARTICLE VII

The name and address of the incorporator is:

ZACHARY HEATHCOTT
9752 BOSQUE CREEK CIR., APT. 104
TAMPA, FLORIDA 33619

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ARTICLE VIII

- 8.1 Notwithstanding any other provision of these Articles, the purposes for which the corporation is organized are exclusively for charitable, religious, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue Law.
- 8.2 This corporation is organized exclusively for charitable, religious, and educational 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 of 1986, or the corresponding provision of any future United States Internal Revenue Law.
- 8.3 No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, trustees, directors, 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 this Article and Article 5. 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 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 of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(e)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).
- 8.4 Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner as the Board of Directors shall determine, or to such organization or organizations organized and operated exclusively for charitable, religious, or educational as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United State Internal Revenue Law). Any such assets not so disposed of shall be disposed of by the chancery court of the county in which the domicile of the corporation is then located, exclusively for such purposes to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.
- 8.5 The corporation shall also have all rights and powers that are reasonably necessary to accomplish the stated purposes of the corporation.

H
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ARTICLE IX

The Directors shall be elected by a majority vote of the Members of the Corporation.
The Directors of the Corporation are:

Bryan Ingram
Marius Angara
Gabriel Leoni

ARTICLE X

The Officers of the Corporation shall be selected by a majority vote of the Directors of the Corporation.

The Officers of the Corporation are:

President:	Bryan Ingram
Vice President:	Gabriel Leoni
Secretary:	Marius Angara
Treasurer:	Gabriel Leoni

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ARTICLE XI

The Corporation shall have members instead of shareholders and the corporation shall have no capital stock.

ARTICLE XII

The Members of the Corporation shall have the voting rights as are provided in the By Laws of the Corporation.

No Member(s) nor any member of the Board of Directors or Officers of this Corporation shall be liable for the debts of the Corporation.

ARTICLE XIII

The types of membership, qualifications for membership, and the way in which new members are admitted shall be set forth and regulated by the By Laws of the Corporation.

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ARTICLE XIV

These restated articles of incorporation contain an amendment to the articles of incorporation which required member approval. The date of adoption of the amendments was April 27, 2020, and the votes cast were sufficient for approval.

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


Bryan Ingram, President

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