

N 2000000 7022

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

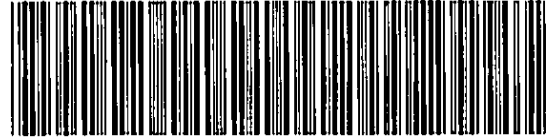
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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2020 JUN 16 PM 3:05
TALLAHASSEE, FL 32304

COVER LETTER

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

SUBJECT: POSITIVE IMPACT ALLIANCE, 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: MAXO SINAL
Name (Printed or typed)

18800 NW 2ND AVENUE, SUITE 221

Address

MIAMI GARDENS, FL 33169

City, State & Zip

(305) 308-8229

Daytime Telephone number

MAXOSINAL@AOL.COM

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

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

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

ARTICLE I
NAME/REGISTERED OFFICE

The name of this corporation shall be: **POSITIVE IMPACT ALLIANCE, INC.**

ARTICLE II
PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
16853 NE 2ND AVENUE, SUITE 101
NORTH MIAMI BEACH, FL 33162

ARTICLE III
PURPOSE

This corporation is organized exclusively for charitable, public health, educational, scientific, literary, and fostering national amateur sports competition within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that also qualify as Section 501(c)(3) exempt organizations. To this end, the corporation shall focus on public health, educational, scientific, literary, and charitable issues. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

ARTICLE IV
MANNER OF ELECTION

The corporation shall have no voting members. The management and affairs of the corporation shall be at all times under the direction of a Board of Directors, whose operations in governing the corporation shall be defined by statute and by the corporation's by-laws. No Director shall have any right, title, or interest in or to any property of the corporation. The corporation's first Board of Directors was self-nominated and shall be comprised of the following natural persons: Dr. Patrick Romeus, Armen Karapetyan, Dr. Florence Desrosier, Jeanne Margaly Constant Edma, and Melissa Duclas. New Board Members will be appointed by the Chairperson and approved by the majority vote.

ARTICLE V
INITIAL DIRECTORS AND/OR OFFICERS

Dr. Patrick Romeus - Chair
16853 NE 2nd Avenue, Suite 101
North Miami Beach, FL 33162

Armen Karapetyan - Vice Chair
16853 NE 2nd Avenue, Suite 101
North Miami Beach, FL 33162

Melissa Duclas - Treasurer
16853 NE 2nd Avenue, Suite 101
North Miami Beach, FL 33162

Dr. Florence Desrosier - Secretary
16853 NE 2nd Avenue, Suite 101
North Miami Beach, FL 33162

Jeanne Margaly Constant Edma – Vice Secretary
16853 NE 2nd Avenue, Suite 101
North Miami Beach, FL 33162

ARTICLE VI
INITIAL REGISTERED AGENT AND STREET ADDRESS

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

Dr. Patrick Romeus
16853 NE 2nd Avenue, Suite 101
North Miami Beach, FL 33162

ARTICLE VII
INCORPORATOR

The name and address of the Incorporator is:

Dr. Patrick Romeus
16853 NE 2nd Avenue, Suite 101
North Miami Beach, FL 33162

ARTICLE VIII **LIMITATIONS**

At all times the following shall operate as conditions restricting the operations and activities of the corporation:

1. No part of the net earnings of the corporation shall inure to any member of the corporation not qualifying as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, nor to any Director or officer of the corporation, nor to any other private persons, excepting solely such reasonable compensation that the corporation shall pay for services actually rendered to the corporation, or allowed by the corporation as a reasonable allowance for authorized expenditures incurred on behalf of the corporation;
2. 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; and
3. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended.
4. The corporation shall not lend any of its assets to any officer or director of this corporation [unless such loan program is regularly conducted as part of the activities of the organization and the qualification of the individual to participate in same is determined by a panel comprised solely of non-Board members], or guarantee to any person the payment of a loan by an officer or director of this corporation.

ARTICLE IX **DISSOLUTION**

Upon the time of dissolution of the corporation, assets shall be distributed by the Board of Directors, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the corporation, for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or

to a state or local government, for a public purpose. 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.

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.



Signature/Registered Agent

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.



Signature/Incorporator

Date

FILED
2020 JUN 16 PM 3:06
TALLAHASSEE, FLORIDA
DEPARTMENT OF STATE

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

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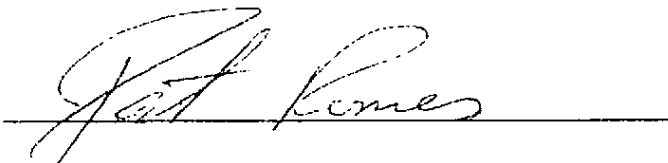
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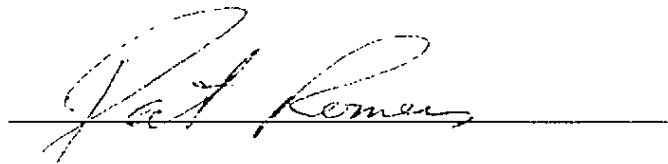
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Signature/Registered Agent

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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.



Signature/Incorporator

Date