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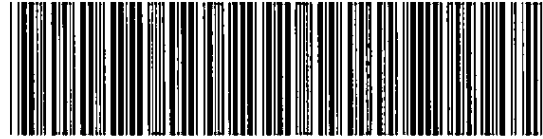
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(Business Entity Name)

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(Document Number)

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*Derrick Thompson*

## COVER LETTER

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

SUBJECT: GADDEN CARES, 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: Dorothy Porter  
Name (Printed or typed)

281 Spring Meadow Road  
Address

Quincy FL 32351  
City, State & Zip

850 661-0424  
Daytime Telephone number

dorothyjdporter@gmail.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  
OF  
GADSDEN CARES, INC.**

**ARTICLE I - NAME**

The name of this Corporation shall be **GADSDEN CARES, INC.**, hereinafter referred to as the Corporation.

**ARTICLE II - ADDRESS**

The principal place of business and mailing address of the Corporation shall be 281 Springs Meadow Road, Quincy, Florida 32351.

**ARTICLE III – PURPOSE**

This Corporation is organized exclusively for charitable 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, or corresponding section of any future federal tax code.

**ARTICLE IV – PROHIBITION**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or 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 the purpose clause thereof. No substantial part of the activities of the Corporation shall be 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 or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted in the carried on (a) by a Corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a Corporation, contributions in which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**ARTICLE V – ELECTION OF DIRECTORS/OFFICERS**

The original subscribers of this corporation shall serve as the initial board of directors and shall serve for a period of one (1) year. All subsequent directors shall be elected by and from the general membership. The names and addresses of the initial board of directors until the first election are as follows:

Dorothy Porter, President/CEO  
281 Springs Meadow Road  
Quincy, Florida 32351

Carl Maxwell, Vice-President  
101 Cactus Street, Apt. 12  
Tallahassee, Florida 32304

Dianne Dubose, Secretary/Treasurer  
13 South Lowe Street  
Quincy, Florida 32351

JoAnn Washington, Director  
804 Conyer Street  
Havana, Florida 32333

#### **ARTICLE VI – MEMBERSHIP**

The Corporation may, but need not, have voting members, and such membership, if any, and classes thereof, shall be as defined in the corporation's bylaws. 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 member or Director shall have any right, title, or interest in or to any property of the corporation.

#### **ARTICLE VII – AMENDMENT**

The Corporation shall have the rights and power to enact By-Laws and the further right and power to alter, amend or rescind the same upon previous notice of intention to alter, amend, or rescind the same for such length of time as may be prescribe by the By-Laws, Rules or Regulations of this Corporation, including the manner or procedure thereof, at an business meeting or session, or at any Special meeting called for purpose. Any alteration, amendment or rescinding of the By-Laws of this Corporation shall be made by a majority vote of the Board of Directors.

These Articles of Incorporation may be amended by a principal majority of the members present at regular or special meeting, providing that a ten (10) day written notice is mailed to all members prior to the meeting at which amendments will be acted upon.

**ARTICLE VIII  
DEBT OBLIGATIONS AND PERSONAL LIABILITY**

No member, officer or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, officers or Directors be subject to the payment of the debts or obligations of this corporation.

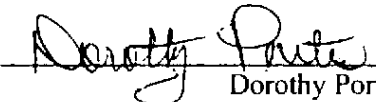
**ARTICLE IX- DISSOLUTION**

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or 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 disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the organization 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.

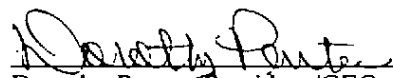
**ARTICLE X – REGISTERED AGENT AND OFFICE**

The name and address of the initial registered agent of the Corporation is DOROTHY PORTER, 281 Spring Meadows Road, Quincy, Florida 32351.

*Having been named as registered agent and 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. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties.*

  
Dorothy Porter

The undersigned incorporator has executed these Articles of Incorporation this 13<sup>th</sup> day July, 2020 for the purpose of forming a not-for-profit in the State of Florida.

  
Dorothy Porter, President/CEO