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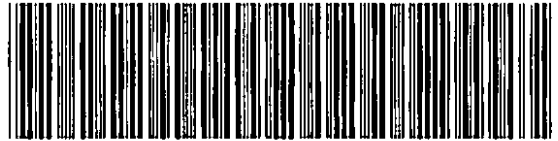
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COVER LETTER

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

SUBJECT: VALERIE DAVIS-BAILEY FOUNDATION, 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: Valerie Davis-Bailey

Name (Printed or typed)

10421 SW Azzia Way

Address

Port St. Lucie, Florida 34987

City, State & Zip

(305) 967-4769

Daytime Telephone number

vdb1949@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
VALERIE DAVIS-BAILEY FOUNDATION, INC.

The undersigned, acting as incorporator of a Florida corporation not for profit under the Florida Not-For-Profit Corporation Act, Chapter 617 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I
NAME

The name of the Corporation is **VALERIE DAVIS-BAILEY FOUNDATION, INC.**

ARTICLE II
DURATION

The Corporation shall have perpetual existence.

ARTICLE III
PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business is 10421 SW Azzia Way, Port St. Lucie, Florida, 34987 and the mailing address of the Corporation shall be 10421 SW Azzia Way Port St. Lucie, Florida, 34987.

ARTICLE IV
PURPOSE

The Corporation is organized exclusively for charitable, religious, educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

ARTICLE V
LIMITATIONS

The Corporation is not organized for a pecuniary profit. The Corporation shall not have

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any power to issue certificates of stock or declare dividends, and no part of its net earnings shall inure to the benefit of, or be distributable to, any member, director, trustee, officer, or other private person, 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 Article II hereof.

No substantial part of the activities of the Corporation shall be devoted to the promulgation 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 or in opposition to any candidate for public office.

Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by (a) an organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, and its regulations, as they now exist or as they may hereafter be amended, or (b) an organization, contributions to which are deductible under Section 170 (c)(2) of such Code and regulations as they now exist or as they may hereafter be amended.

In the event that the Corporation is deemed to be a "private foundation" within the meaning of Section 509 of the Internal Revenue Code of 1986, as amended, then:

1. The Corporation will distribute its income for each tax year at such time and in such manner so that it will not become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any later federal tax laws.

2. The Corporation will not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any later federal tax laws.

3. The Corporation will not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any later federal tax laws.

4. The Corporation will not make any investments in a manner that would subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any later federal tax laws.

5. The Corporation will not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any later federal tax laws.

ARTICLE VI **INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the initial registered office of the Corporation is be 10421 SW Azzia Way Port St. Lucie, Florida, 34987. The name of the initial registered agent of the Corporation at that address is Valerie L. Davis-Bailey.

ARTICLE VII **BOARD OF DIRECTORS**

A. The number of directors shall be as stated in the Bylaws of the Corporation, but shall never be less than one (1). The initial Board of Directors shall be:

Valerie L. Davis-Bailey	10421 SW Azzia Way Port St. Lucie, Florida 34987
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Michelle E. Bailey-Hedgepeth	3915 Loch Raven Blvd. Baltimore, MD 21218
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Lisa M. Bailey-Samuels

14809 Resolves Lane
Charlotte, NC 28277

Erica C. Hayne

1351 NW 59th Street
Miami, FL 33142

Shashauna T. Jones

2330 NW 196th Terrace
Miami Gardens, FL 33056

B. The terms of the Board of Directors shall be staggered and the method of election of directors thereafter, and all other matters concerning the directors, shall be as stated in the Bylaws of the Corporation.

ARTICLE VIII **DISTRIBUTION OF ASSETS UPON DISSOLUTION**

Upon the liquidation, dissolution or other discontinuance of the charitable activities and operations of the Corporation, no surplus remaining after payment of the just debts and liabilities of the Corporation shall be distributed to or amongst any members or directors of the Corporation, but after making provision for the payment of all of the just debts and liabilities of the Corporation, the remaining assets shall be distributed to charities of a similar purpose, if such entity is at the time exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any later federal tax law, and otherwise, as selected by the Board of Directors, to such other organization or organizations as are exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any later federal tax laws, or to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be distributed by order of a court of competent jurisdiction of the county in which the principal office of the corporation is then located, to such organization or organizations, as such court shall determine, that are organized and operated exclusively for exempt purposes.

ARTICLE IX
BYLAWS

The Bylaws of this Corporation shall be initially adopted by the Board of Directors, and may be changed or repealed by the affirmative vote of the Board of Directors at any meeting thereof.

ARTICLE X
INCORPORATOR

The name and street address of the incorporator are as follows:

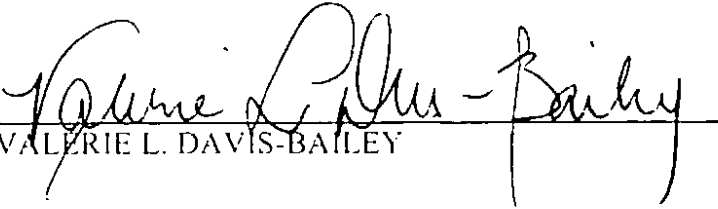
Name:

Valerie Davis-Bailey

Address:

10421 SW Azzia Way
Port St. Lucie, Florida 34987

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 26 day of October 2020.




VALERIE L. DAVIS-BAILEY

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, VALERIE L. DAVIS-BAILEY, am familiar with and accept the obligations of the appointment as the registered agent of **VALERIE DAVIS-BAILEY FOUNDATION, INC.**, as made in the foregoing Articles of Incorporation.

DATED this 26th day of October 2020.


VALERIE L. DAVIS-BAILEY

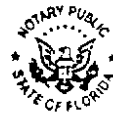
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STATE OF FLORIDA
COUNTY OF ST. LUCIE

The foregoing instrument was acknowledged before me by means of Physical presence or online notarization, Valerie L. Davis-Bailey, who is personally known to me or who has produced FL Driver License as identification on October 26th, 2020.



Notary Public, State of Florida
My Commission Expires:



MARIA D. TOLEDO
Commission # GG 277734
Expires November 19, 2022
Bonded Thru Budget Notary Services