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Email Address: tiffanyulshoeffter@gmail.com

FLORIDA PROFIT/NON PROFIT CORPORATION  
Change Unchained, Inc.

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

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OF

**CHANGE UNCHAINED, INC.**  
**A FLORIDA CORPORATION NOT FOR PROFIT**

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**ARTICLE I**

**NAME AND ADDRESS**

The name of this Corporation shall be: **CHANGE UNCHAINED, INC.** The principal office of the Corporation is located at 11502 Aruba Dr., Pensacola, Florida 32506, and the mailing address is 11502 Aruba Dr., Pensacola, Florida 32506.

**ARTICLE II**

**CORPORATE EXISTENCE**

The Corporation shall have perpetual existence.

**ARTICLE III**

**CORPORATE PURPOSES**

This Corporation is organized exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), more specifically:

- 1) To educate Northwest Florida communities about human trafficking and work with other well-established local organizations as well as local law enforcement officials in the fight against human trafficking;
- 2) provide awareness and training while partnering with our local businesses, churches, schools, and civic organizations to set up and execute in-depth training sessions for the general public; and
- 3) to educate the general public on safety guidelines, reporting and what roles each person can play in combating human trafficking.

The Corporation's purposes shall also include the acceptance from any party, from time to time, of contributions and the deriving of income to be used or applied exclusively for the purposes set forth above. The

H20000403847 3

Corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax pursuant to Section 501(c)(3) of the Internal Revenue Code and to which deductible contributions may be made under Sections 170, 2055, or 2522 of the Internal Revenue Code, as applicable. No part of the assets or the net earnings of the Corporation shall inure to the benefit of any officer, director, member, or any other person. No substantial part of the activities of the Corporation shall be dedicated to attempting to influence legislation by propaganda or otherwise. The Corporation shall not participate or intervene in any political campaign on behalf of any candidate for public office.

During any period that the Corporation is a private foundation, as defined by Section 509(a) of the Internal Revenue Code, the Corporation shall: (1) distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942(a); (2) not engage or be involved in any act or self-dealing, as defined in Section 4941(d), so as to give rise to any liability for the tax imposed by Section 4941(a); (3) not retain any excess business holdings as defined in Section 4943(c), so as to give rise to any liability for the tax imposed by Section 4943(a); (4) not make investments which would jeopardize the carrying out of any of its exempt purposes, within the meaning of Section 4944, so as to give rise to any liability for the tax imposed by Section 4944(a); and (5) not make any taxable expenditures, as defined in Section 4945(d), so as to give rise to any liability imposed by Section 4945(a). Unless otherwise indicated, as used in this Article III and hereinafter, all section references are to the Internal Revenue Code, as amended, including any corresponding provisions of any subsequently enacted federal tax laws.

#### ARTICLE IV

#### CORPORATE POWERS

The Corporation shall have and exercise all powers accorded corporations not for profit under Chapter 617, Florida Statutes, and the laws of the State of Florida which are not in conflict with the Corporation's exempt purposes as provided in Article III above.

H20000403847 3

**ARTICLE V**  
**CAPITAL STOCK**

The Corporation shall not have capital stock.

**ARTICLE VI**  
**MEMBERS**

The Corporation shall have no voting members. The Board of Directors may authorize the establishment of nonvoting membership from time to time. The designation of one or more classes of membership, the qualifications and rights of the members of each class, and the manner of their admission to membership shall be regulated by the Bylaws of the Corporation.

**ARTICLE VII**  
**BOARD OF DIRECTORS**

The powers of the Corporation shall be exercised by and the affairs of the Corporation shall be managed under the direction of a Board of Directors, the number of which may be either increased or decreased from time to time as regulated by the Bylaws but shall consist of not fewer than three (3) members or more than nine (9) members. The manner and method of election of the Board of Directors shall be as stated in the Bylaws of the Corporation. Where not inconsistent with Chapter 617, Florida Statutes, and the express provisions of these Articles of Incorporation, the Board of Directors shall have all the rights, powers, and privileges prescribed by law of directors of corporations for profit.

The initial Board of Directors of the Corporation shall consist of five (5) members, as set forth below, who shall hold office for such terms as provided in the Bylaws of the Corporation and until their successors have been elected and qualified or until their earlier resignation, removal from office, inability to act, or death:

<u>Name</u>	<u>Address</u>
Tiffany M. Ulshoefffer	11502 Aruba Dr., Pensacola, FL 32506
Brad Dennis	9260 Cove Ave., Pensacola, FL 32534

H20000403847 3

Phillip L. Infinger 2120 Eagles Ridge Cove, Cantonment, FL 325333  
Sarah R. Lefevers 62020 Sarah Dr., Pensacola, FL 32503  
Troy Ulshoeffter 11502 Aruba Dr., Pensacola, FL 32503

**ARTICLE VIII**  
**AMENDMENTS**

These Articles of Incorporation may be amended by the affirmative vote of at least a majority of the members of the Board of Directors present at any regular or special meeting, provided proper notice of the changes to be made has been given and a quorum is present, or without a meeting if a consent in writing, signed by the number of Directors whose votes would be necessary to authorize such amendment at a meeting, is filed in the minutes of the Corporation. Within ten days after obtaining such authorization by written consent, notice summarizing the action shall be given to those Directors who have not consented in writing.

**ARTICLE IX**  
**DISSOLUTION**

Upon dissolution, all of the Corporation's assets remaining after payment of all costs and expenses of such dissolution shall be distributed for an exempt purpose to any organization which shall then be qualified for exemption under Section 501(c)(3) of the Code and to which a contribution shall be permitted as a deduction under Sections 170, 2055, or 2522 of the Code, as applicable, or to the federal government, or to a state or local government for a public purpose. None of the assets shall be distributed to any officer, director, or any member of the Corporation, or any other person or organization not described in the preceding sentence.

**ARTICLE X**  
**REGISTERED OFFICE AND**  
**REGISTERED AGENT**

The street address of the Registered Office of the Corporation is 11502 Aruba Dr., Pensacola, FL 32506 and the name of the Registered Agent at such address is Tiffany M. Ulshoeffter.

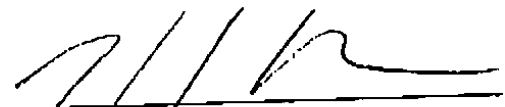
**ARTICLE XI**  
**INCORPORATOR**

The name and address of the incorporator of the Corporation is as follows:

Tiffany M. Ulshoefffer  
11502 Aruba Dr., Pensacola, FL 32506


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 Section 817.155, F.S.

IN WITNESS WHEREOF, I have executed these Articles of Incorporation of **CHANGE UNCHAINED, INC.**, on this 20th day of November, 2020.

  
\_\_\_\_\_  
**TIFFANY M. ULSHOEFFER**  
Incorporator

STATE OF FLORIDA  
COUNTY OF ESCAMBIA

The foregoing was acknowledged before me by means of  physical presence or  online notarization this 20 day of November, 2020, by Tiffany M. Ulshoefffer, who is known to me or who produced military ID as identification.

  
\_\_\_\_\_  
NOTARY PUBLIC  
My Commission Expires: 02-25-2024




RACHEL L. CANTU  
Commission # GG 869803  
Expires February 25, 2024  
Bonded Thru Budget Notary Services

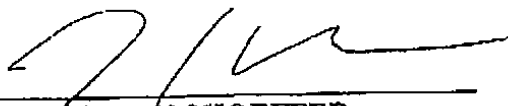
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**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
FOR SERVICE OF PROCESS WITHIN THIS STATE, AND  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Sections 617.0501 and 48.091, Florida Statutes, **CHANGE UNCHAINED, INC.**, desiring to organize under the laws of the State of Florida, has designated Tiffany Ulshoeffter, whose street address is 11502 Aruba Dr., Pensacola, FL 32506, as its agent to accept service of process within the State of Florida.

  
**TIFFANY M. ULSHOEFFER**  
Incorporator

Having been named by the above-referenced corporation as its registered agent to accept service of process at the location designated herein, Tiffany M. Ulshoeffter, hereby accepts to act in this capacity, is familiar with and accepts the obligations of Section 617.0501, Florida Statutes, and agrees to comply with the laws of Florida applicable thereto.

  
**TIFFANY M. ULSHOEFFER**  
as Registered Agent

Date: November 20<sup>th</sup>, 2020.