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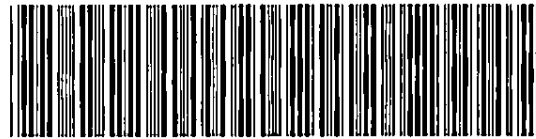
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SECRETARY OF STATE  
TALLAHASSEE, FL

**Sunshine State Corporate Compliance Company**

3458 Lakeshore Drive, Tallahassee, Florida 32312

(850) 656-4724

DATE 07/02/2021

**\*\*WALK IN\*\***

ENTITY NAME KARMEL BORTOLETI FOUNDATION, INC.

DOCUMENT NUMBER \_\_\_\_\_

**\*\*PLEASE FILE THE ATTACHED AND RETURN\*\***

XXXX \_\_\_\_\_

*Plain Copy*

*Certified Copy*

*Certificate of Status*

**\*\*PLEASE OBTAIN THE FOLLOWING FOR THE ABOVE ENTITY\*\***

*Certified Copy of Arts & Amendments*

*Certificate of Good Standing*

**\*\*APOSTILLE / NOTARIAL CERTIFICATION\*\***

COUNTRY OF DESTINATION \_\_\_\_\_

NUMBER OF CERTIFICATES REQUESTED \_\_\_\_\_

TOTAL OWED \$70.00

ACCOUNT #: I20160000072

*S. R. H*

Please call Tina at the above number for any issues or concerns. Thank you so much!

# KARMEL BORTOLETI FOUNDATION, INC.

## ARTICLES OF INCORPORATION – NON-PROFIT

### ARTICLE I

#### NAME

##### 1.01 Name

The legal name of this corporation shall be **Karmel Bortoleti Foundation, Inc.**

### ARTICLE II

#### DURATION

##### 2.01 Duration

The period of duration of the corporation shall be perpetual.

### ARTICLE III

#### PURPOSE

##### 3.01 Purpose

Karmel Bortoleti Foundation, Inc. is a non-profit corporation organized exclusively for charitable, religious, educational, and scientific 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 the corresponding section of any future federal tax code.

Karmel Bortoleti Foundation, Inc.'s mission is to give a second chance to previously incarcerated women in order to reduce recidivism and increase productivity and wholeness through education, job training, life skills, and emotional support needed to rebuild lives.

To maximize our effectiveness, we may seek to collaborate with other non-profit organizations which qualify as non-profit corporations under section 501(c) (3).

### ARTICLE IV

#### NON-PROFIT NATURE / BENEFITS

##### 4.01 Non-profit Nature

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Karmel Bortoleti Foundation, Inc. is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its charitable, religious, educational or scientific purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to, any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

#### 4.02 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of Karmel Bortoleti Foundation, Inc. of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

#### 4.03 Dissolution

Upon the dissolution of the corporation, 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 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.

#### 4.03 Prohibited Distributions

No part of the net earnings, or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, 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 III, Section 3.01.

#### 4.04 Restricted Activities

No substantial part of the corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

#### 4.05 Prohibited Activities

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax as

an organization described by 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 to 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**

### **BOARD OF DIRECTORS**

#### **5.01 Governance**

Karmel Bortoleti Foundation, Inc. shall be governed by its board of directors.

#### **5.02 Initial Directors**

The initial directors of the corporation shall be:

Karmel Bortoleti, President

Daniele Vasconcelos, Vice President/Secretary

Mauro Delira Jr, Treasurer

#### **5.03. Selection of Board Members**

**Initial board members were selected by the incorporator.**

Karmel Bortoleti Foundation, Inc. Directors may be elected at any Board meeting by the majority vote of the existing Board of Directors.

## **ARTICLE VI**

### **MEMBERSHIP**

#### **6.01 Membership**

Karmel Bortoleti Foundation, Inc. shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

## **ARTICLE VII**

### **AMENDMENTS**

#### **7.01 Amendments**

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

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## **ARTICLE VIII**

### **ADDRESSES OF THE CORPORATION**

#### **8.01 Corporate Address**

The physical address of the corporation is: 17555 Atlantic Blvd Apt 503, Sunny Isles Beach FL 33160

The mailing address of the corporation is: 17555 Atlantic Blvd Apt 503, Sunny Isles Beach FL 33160

## **ARTICLE IX**

### **APPOINTMENT OF REGISTERED AGENT**

#### **9.01 Registered Agent**

The registered agent of the corporation shall be:

Registered Agents Inc.  
7901 4th St N  
Ste 300  
St. Petersburg, FL 33702

## **ARTICLE X**

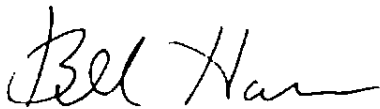
### **INCORPORATOR**

The incorporator of the corporation is: Karmel Bortoleti, 200 Sunny Isles Blvd Unit 702, Sunny Isles Beach FL 33160

*The rest of this page left intentionally blank.*

## Acknowledgement

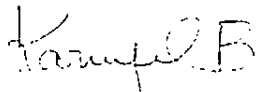
Having been named as registered agent to accept service of process for the above state corporation at the place designated in this incorporation document, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Bill Havre, President, Registered Agents, Inc.

Date: 6/30/2021

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.



Karmel Bortoleti, Incorporator

Date: 6/30/2021