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W21-125503



FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 16, 2021

GIANNINA MARIN
1417 TANGIER ST
CORAL GABLES, FL 33134

SUBJECT: SIPA ADA MERRITT, INC.
Ref. Number: W21000125503

We have received your document for SIPA ADA MERRITT, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please provide a complete street address for the registered agent. The zip code is missing.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

DANIEL L O'KEEFE
Regulatory Specialist II

Letter Number: 021A00022446

COVER LETTER

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

SUBJECT: SIPA Ada Merritt, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are 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

<input checked="" type="checkbox"/> \$78.75 Filing Fee & Certified Copy	<input type="checkbox"/> \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED	

FROM: Giannina Marin
Name (Printed or typed)

1417 Tangier St
Address

Coral Gables, FL, 33134
City, State & Zip

(305) 898-9972
Daytime Telephone number

sipaadamerritt@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
SIPA ADA MERRITT, INC., a Florida Non Profit Corporation**

I. Name.

The name of the non-profit corporation is **SIPA ADA MERRITT, INC.** (the "Corporation").

II. Effective Date.

These Articles of Incorporation shall be effective as of the date of filing with the Secretary of State.

III. Address.

The street address of the initial principal office of the Corporation shall be:

660 SW 3rd St, Miami, FL 33130.

The mailing address of the Corporation shall be:

**SIPA ADA MERRITT, INC.
660 SW 3rd St.
Miami, FL 33130**

IV. Corporate Purpose

The exclusive purposes for which the Corporation is organized are educational within the meaning of Section 501(c)(3) of the Internal Revenue of 1954 or any successor section thereto. Specifically, the purpose for which the Corporation is organized is to promote at Ada Merritt K-8 school the study and use of the Spanish language and of the Spanish and Hispanic cultures in both oral and written form and to develop awareness and appreciation of Spanish and Hispanic culture, history and customs by providing support in various ways, including but not limited to materials, programming, events, tools, assistance and advice of all kinds, as needed and from time to time for such purposes.

The Corporation shall have and exercise all rights and powers conferred on non-profit corporations under the laws of the State of Florida, including the power to contract, rent, buy or sell personal property; provided, however, that this Corporation shall not engage in any activities or exercise any powers that are not in furtherance of the primary purpose of this corporation as set forth herein.

Without limiting the generality of the foregoing, the Corporation shall permanently dedicate its assets to the purposes set forth above, or otherwise upon dissolution as set forth in Article VII (Dissolution), below.

V. Directors.

The directors shall be elected as set forth in the Bylaws.

The names and addresses of the initial directors shall be:

Veronica Herrera - 660 SW 3rd St., Miami, FL 33130

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TALLAHASSEE, FL

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Giannina Marin - 660 SW 3rd St., Miami, FL 33130

Nora Lucia Gonzalez - 660 SW 3rd St., Miami, FL 33130

VI. Registered Agent Designation

The original registered office of the Corporation shall be **1417 Tangier St., Coral Gables, FL 33134** and the name of the original registered agent shall be **Giannina Marin**.

VII. Disposition of Assets Upon Dissolution

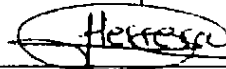
In the event of dissolution of the Corporation, the residual assets of the Corporation shall be turned over to one (1) or more organizations which are exempt from Federal Income Tax as organizations described in Section 501(c)(3) and Section 170(c)(2) of the Internal Revenue Code.

VIII. Certain Restrictions

No part of the net earnings of the Corporation shall inure to the benefit of (or be distributable to) its directors, officers, members (if any) or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of any of its purposes. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation. The Corporation shall not participate or intervene in any political campaign (including the publishing or distributing of statements) on behalf of any candidate for public office. The Corporation shall not operate for the purpose of conducting a trade or business that is not related to the purpose established in Article IV above, and it shall not have purposes or activities that are illegal or violate fundamental public policy.

Notwithstanding any other provision of these Article of incorporation, the Corporation shall not carry on any activities except those permitted to be carried on by a corporation exempt from federal income tax under Internal Revenue Code Section 501(c)(3) or by a corporation contributions to which are deductible under Internal Revenue Code Section 170(c)(2).

If the Corporation is at any time deemed to be a private foundation within the meaning of Internal Revenue Code Section 509(a), then for the period in which the Corporation is so deemed, the Corporation shall distribute its income for such tax year at such time and in such manner as not to subject the Corporation to tax under Internal Revenue Code Section 4942, and the Corporation shall not engage in any act of self-dealing as defined in Internal Revenue Code Section 4941(d), retain any excess business holdings as defined in Internal Revenue Code Section 4943(c), make any investments as to subject the Corporation to tax under Internal Revenue Code Section 4944, or make any taxable expenditures as defined in Internal Revenue Code Section 4945(d). The undersigned incorporator executes this Articles of Incorporation as of September 1, 2021.

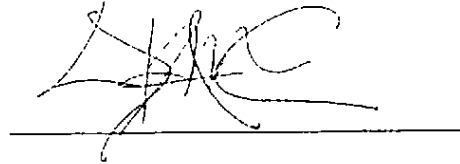


Veronica Herrera, Incorporator

Address: 660 SW 3rd St., Miami, FL 33130

CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT/OFFICE

I agree to act as registered agent to accept service of process for **SIPA Ada Merritt, Inc.**, at the Registered Address of **1417 Tangier St., Coral Gables, FL 33134**. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



Giannina Marin

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