

N21000013163

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

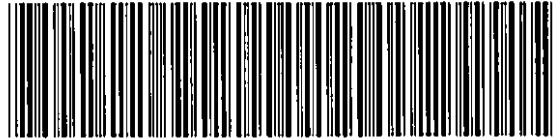
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer

Office Use Only



200374552252

FILED

2021 OCT 25 AM 8:25

CLERK OF COURT
TALLAHASSEE, FL

RECEIVED

2021 OCT 25 PM 1:54

CLERK OF COURT
TALLAHASSEE, FL

COVER LETTER

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

SUBJECT: FONDATION FORGE 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: PAG Law, PLLC
Name (Printed or typed)

600 Brickell Ave., Suite 1725
Address

Miami, Florida 33131
City, State & Zip

786.292.1599
Daytime Telephone number

ines@pag.law
E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

FLORIDA FILING & SEARCH SERVICES, INC.

P.O. BOX 10662 TALLAHASSEE, FL 32302

155 Office Plaza Dr Ste A Tallahassee FL 32301

PHONE: (800) 435-9371; FAX: (866) 860-8395

DATE: 10/25/21

NAME: FONDATION FORGE INC.

TYPE OF FILING: ARTICLES

COST: 70.00

RETURN: PLAIN COPY PLEASE

ACCOUNT: FCA000000015

AUTHORIZATION: ABBIE/PAUL HODGE

A. Hodge



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 25, 2021

FLORIDA FILING

SUBJECT: FONDATION FORGE INC.
Ref. Number: W21000140842

REC-1111
2021 NOV 16 PM 2:18
TALLAHASSEE, FLORIDA

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

You must list at least one incorporator with a complete business street address.

The document must have original signatures.

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.

Neysa Culligan
Regulatory Specialist III

Letter Number: 821A00025957

Please keep original file date
Thank you!

FILED

2021 OCT 25 AM 8: 25

SECRETARY OF STATE
TALLAHASSEE, FL

ARTICLES OF INCORPORATION OF
FONDATION FORGE INC.

(a Florida Not for Profit Corporation)

Article I. Name

The name of the corporation shall be Fondation Forge Inc. (the "**Corporation**").

Article II. Corporate Nature

The Corporation is a corporation not for profit organized pursuant to the Florida Not For Profit Corporation Act set forth in Chapter 617, Florida Statutes.

Article III. Address of Principal Office

The street address of the initial principal office and the mailing address of the Corporation is 777 Brickell Avenue, Suite 1210, Miami, Florida 33131.

Article IV. Purposes

A. The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including for such purposes, to 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 and as stated herein as follows:

Sponsor programs to facilitate quality job placement to young people coming from low-income families through innovative training and work programs, in the United States. To accomplish our mission, we bridge the gap between high school and work force. References in these Articles to the "Code" are to Sections of the Internal Revenue Code of 1986, as amended, as now enacted, or to corresponding provisions of any future United States revenue law in force and effect during the continuance of the Corporation.

B. The Corporation hereby expresses its intent to be an organization exempt from federal income taxation under §501(a) of the Code as an organization described in §501(c)(3) of the Code, and to be an organization contributions to which are deductible under §§170(c)(2), 2055(a)(2), 2106(a)(2)(A)(ii) and 2522(a)(2) of the Code.

Article V. Management

All power and authority of the Corporation shall be vested in and exercised by: (i) a Board of Directors, (ii) the President, (ii) the Treasurer, and (iii) the Secretary, which shall manage and direct the affairs of the Corporation in accordance with applicable law and as provided by the Bylaws of the Corporation. The number of Directors shall be as provided in the Bylaws of the Corporation, but the Board of Directors shall at all times consist of not less than three (3) members. The method of electing members of the Board of Directors shall be as provided in the Bylaws of the Corporation. The voting and other rights of the members of the Board of Directors shall be as provided in the Bylaws of the Corporation. The President shall be elected by the Board of Directors.

Article VI. Board of Directors and Officers

A. The names and addresses of the Directors are as follows:

<u>Name</u>	<u>Address</u>
Salomón Shalom Mizrahi	360 Ocean Drive Unit 506S Key Biscayne, FL 33149 USA
Rodrigo Kon	Independencia 2717 - Vicente Lopez - Buenos Aires - Argentina
Hernán Oural	Beruti 3630 - 2do Piso "A" Ciudad de Buenos Aires Argentina

B. The name and address of the President and Incorporator are as follows:

<u>Name</u>	<u>Address</u>
Rodrigo Kon	Independencia 2717 - Vicente Lopez - Buenos Aires - Argentina

C. The name and address of the Treasurer are as follows and Secretary are as follows:

<u>Name</u>	<u>Address</u>
Hernan Oural	Beruti 3630 - 2do Piso "A" Ciudad de Buenos Aires Argentina

D. The name and address of the Secretary as as follows:

<u>Name</u>	<u>Address</u>
Mariana Chu	Arroyo 1000, piso 10, Ciudad de Buenos Aires - Argentina

Article VII. Powers

The Corporation shall have the power to (i) receive, acquire, own, maintain and use its assets for the purposes for which it is organized, (ii) raise funds to further its purposes by any legal means, including but not limited to the solicitation of contributions from individual, corporate, governmental, and community sources, (iii) acquire, hold, own, use and dispose of real or personal property in connection with the purposes of the Corporation, (iv) exercise all powers necessary or convenient to the furtherance of the purposes for which the Corporation is organized, and (v) exercise all powers granted to a corporation not for profit under Florida law. In addition to the foregoing powers, the Corporation shall have any additional powers specified in its Bylaws.

Article VIII. Limitations

A. No part of the net earnings, gains or assets of the Corporation shall inure to the benefit of or be distributable to any Director or officer of the Corporation, or to any other private persons, or to any organizations organized and operated for profit, 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 IV hereof.

B. No substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting, to influence legislation (except as otherwise provided by the provisions of §501(h) of the Code, if §501(h) of the Code applies to the Corporation and the appropriate election is made by the Corporation). The Corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of or in opposition to any candidate for public office.

C. Notwithstanding any other provisions of these Articles, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from federal income taxation under §501(a) of the Code as an organization described in §501(c)(3) of the Code, or by an organization contributions to which are deductible under §§170(c)(2), 2055(a)(2), 2106(a)(2)(A)(ii) and 2522(a)(2) of the Code.

D. The Corporation, if it is a "private foundation" as defined in §509(a) of the Code at any time, shall distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Code §4942(a), and shall not:

1. Engage in any act of "self-dealing" as defined in Code §4941(d), which would give rise to any liability for the tax imposed by Code §4941(a);

2. Acquire or retain any "excess business holdings" as defined in Code §4943(c), which would give rise to any liability for the tax imposed by Code §4943(a);
3. Make any investment which would jeopardize the carrying out of any of its exempt purposes within the meaning of Code §4944, so as to give rise to any liability for the tax imposed by Code §4944(a); or
4. Make any "taxable expenditures" as defined in Code §4945(d), which would give rise to any liability for the tax imposed by Code §4945(a).

The references in this Paragraph to designated sections of the Code shall be deemed to include any corresponding provisions of Federal tax laws at any time and from time to time in force and effect during the continuance of the Corporation.

Article IX. Registered Office and Agent

The name of the registered agent of the Corporation is CT Corporation System, and the street address of the Corporation's initial registered agent is 1200 South Pine Island Road, Plantation, Florida 33324.

Article X. Distribution on 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 the corresponding section of any future Federal tax code. Any assets not so disposed shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is located. Disposal shall be made exclusively for exempt or public purposes or be made to such organization or organizations as the court shall determine to be organized exclusively for such purposes.

Article XI. No Members

The Corporation shall not have Members.

Article XII. Duration

The period of the duration of the Corporation is perpetual unless dissolved according to law.

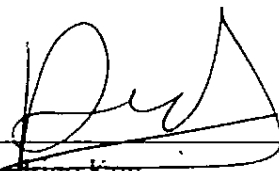
Article XIII. Bylaws

The Corporation's Board of Directors shall adopt Bylaws for the regulation and management of the affairs of the Corporation. The Corporation's Bylaws may contain any provisions not inconsistent with law or these Articles of Incorporation. The Corporation's Bylaws may be amended, altered, or repealed and new Bylaws may be adopted as provided in the Corporation's Bylaws.

Article XIV. Amendment

These Articles of Incorporation may be altered, amended or repealed only by a majority vote of the Board of Directors of the Corporation.

The undersigned executes these Articles of Incorporation of Fondation Forge Inc. this 30 day of July 2021.

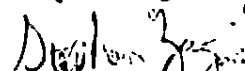
By: 
Name: Rodrigo Kon
Title: President

Having been named as registered agent 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.

C T Corporation System

By: Stephen Zogami

ASST. Secretary
of CT Corporation Systems


Required Signature of Registered Agent

11/5/2021
Date

2021 OCT 25 AM 8:25
OFFICE OF STATE
CLERK, FL.

FILED