

021000013724

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

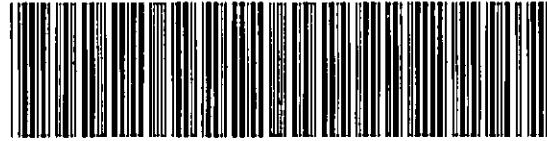
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



100377034011

11/24/21--01017--011 \*\*70.00

NOV 29 AM 10:16  
FBI - LOS ANGELES

DEC 03 2021

T. SCOTT

**WAUGH GRANT, PLLC**  
ATTORNEYS AT LAW

PHONE: 321-800-6008  
FAX: 844-206-0245  
WAUGHGRANT.COM

GERRARD L. GRANT\*±  
CHRISTIAN W. WAUGH^  
REBA ABRAHAM PEARCE  
MARY NORBERG

EMAIL:

\*Florida Bar Board Certified in Tax Law  
^Florida Bar Board Certified in Real Estate Law  
±Florida Certified Public Accountant

November 18, 2021

**VIA CERTIFIED MAIL**  
**[7021 0950 0000 0574 9605]**

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

*Re: Elyon Humanitarian Association, Inc., a Florida not for profit corporation - Articles of Incorporation*

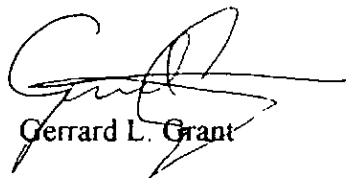
To Whom It May Concern:

Please find enclosed regarding the above-described matter:

1. Cover letter for Articles of Incorporation of Elyon Humanitarian Association, Inc.
2. An original and a copy of Articles of Incorporation of Elyon Humanitarian Association, Inc.
3. Filing fee of \$70.00 made to the Department of State

Should you have any questions, please do not hesitate to contact me at 321-800-6008

Cordially,



Gerrard L. Grant

With Enclosures.

Orlando Office  
201 E. Pine Street, Ste. 315  
Orlando, FL 32801  
(Primary Office)

Miami Office  
2828 Coral Way, Ste. 201  
Miami, FL 33145  
(By Appointment Only)

The Villages Office  
561 Fieldcrest Drive  
The Villages, FL 32162  
(By Appointment Only)

## COVER LETTER

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

ELYON HUMANITARIAN ASSOCIATION, INC.

**SUBJECT:** \_\_\_\_\_  
**(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**

JASON M. KADLAC

**FROM:** \_\_\_\_\_  
Name (Printed or typed)

229 Duncan Trail

\_\_\_\_\_  
Address

Longwood, Florida 32779

\_\_\_\_\_  
City, State & Zip

(407) 375-5989

\_\_\_\_\_  
Daytime Telephone number

jkadlac@nativescapesfl.com

\_\_\_\_\_  
E-mail address: (to be used for future annual report notification)

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

## ARTICLE I

## ARTICLE II

### ARTICLE III

The Corporation shall be a not for profit organization formed and operated 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"), which purposes shall be to create and encourage social support, emphasizing on the family and the most vulnerable groups of Peruvian society, children and teenagers, carrying out programs, projects and activities aimed to detect, in a scientific and technical way, the most serious problems that afflict the permanence of the family and its members, as well as the realization of activities of detention, help and support to social problems. The Corporation will also support all those with limited resources and provide technical and human support to entities that support social welfare in the family social sector; and to that end, to take

and hold, for any of said purposes, funds and property of all kinds, subject only to any limitations or conditions imposed by law or in the instrument under which received; to buy, sell, lease, convey and dispose of any such property and to invest and reinvest any proceeds and other funds, and to deal with and expend the principal and income for any of said purposes; and, in general, to exercise any, and all powers which a not for profit corporation organized under the laws of Florida for the foregoing purposes can be authorized to exercise. The 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), and to which deductible contributions may be made under Sections 170, 2055, or 2522, 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 may be found to be a private foundation, as defined by Section 509(a), 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 of 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 any 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 of 1986, as amended (hereinafter, the "Code"), including any corresponding provisions of any subsequently enacted federal tax laws 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).

#### **ARTICLE IV**

##### **CORPORATE POWERS**

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

#### **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, or under the authority 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) Directors. The manner and method of election of the Board of Directors shall be 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 Board of Directors of the Corporation 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>Director</u>	<u>Address</u>
JASON M. KADLAC	229 Duncan Trail Longwood, Florida 32779
URSULA SCHEELJE	229 Duncan Trail Longwood, Florida 32779
CLAUDIA RODRIGUEZ	229 Duncan Trail Longwood, Florida 32779

## **ARTICLE VIII**

### **AMENDMENTS**

These Articles of Incorporation may be amended by the affirmative vote of at least two thirds (2/3) 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 assets of the Corporation remaining after payment of all costs and expenses of such dissolution shall be disposed of and used exclusively for the purposes set forth in Article III above or to such organization or organizations operated exclusively for charitable, scientific, literary, or educational purposes, as shall at the time qualify as an exempt organization under Section 501(c)(3) of the Code, as the Board of Directors shall determine, 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 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 229 Duncan Trail, Longwood, Florida 32779, and the name of the Registered Agent at such address is JASON M. KADLAC.

*[Remainder of Page Intentionally Left Blank.  
Signature Page to Follow.]*



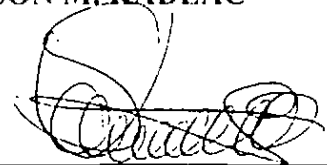
**IN WITNESS WHEREOF**, the undersigned Directors have executed these Articles of Incorporation of **ELYON HUMANITARIAN ASSOCIATION, INC.**, on this 15th day of November, 2021.

**DIRECTORS:**



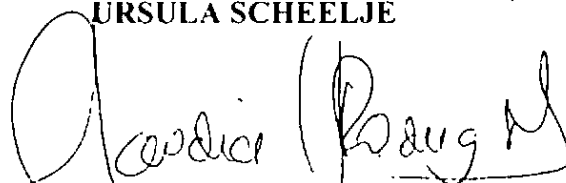
---

**JASON M. KADLAC**



---


**URSULA SCHEELJE**



---

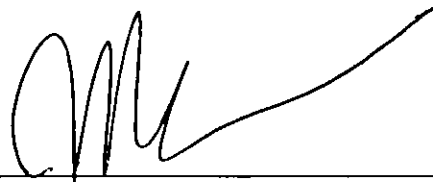
**CLAUDIA RODRIGUEZ**

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation as of the 15th day of November, 2021.

  
\_\_\_\_\_  
JASON M. KADLAC, Incorporator

**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the above stated Florida not for profit corporation at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided in Chapter 617, Fla. Stat.

  
\_\_\_\_\_  
JASON M. KADLAC, Registered Agent