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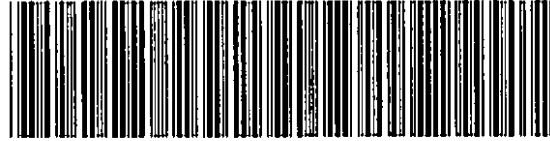
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COVER LETTER

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

SUBJECT: HEALINC REGENERATIVE HEALTH INSTITUTE, 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: Donnette Russell-Love
Name (Printed or typed)

9122 GRIFFIN ROAD
Address

COOPER CITY, FL 33328
City, State & Zip

(954)828-2429
Daytime Telephone number

drusselllove@immigrationcareservice.com

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

**ARTICLES OF INCORPORATION
OF
HEALINC REGENERATIVE HEALTH INSTITUTE, INC.
(A Florida Not for Profit Corporation)**

The undersigned, acting as incorporator of Healinc Regenerative Health Institute, Inc., under the Florida Not for Profit Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I
NAME OF CORPORATION**

The name of the corporation is HEALINC REGENERATIVE HEALTH INSTITUTE, INC.

**ARTICLE II
ADDRESSES**

The street address of the initial principal office and mailing address of the corporation is:

PRINCIPAL OFFICE
1181 NW 51 STREET
PMB 1278 HANGAR 42-D
FORT LAUDERDALE, FL 33309

MAILING ADDRESS
9122 GRIFFIN ROAD
COOPER CITY, FL 33328

**ARTICLE III
PURPOSE**

The purpose for which this corporation is formed are exclusively charitable, educational and scientific and consist of the following:

1. To provide research for regenerative and restorative healthcare that will improve long-term mental and physical and wellness in underserved.
2. To aid, support, and assist by gifts, contributions, or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable, educational or scientific purposes, no part of the net earnings of which insures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.
3. To do any and all lawful activities which may be necessary, useful, or desirable for

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the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, association, trusts, institution, foundations, or governmental bureaus, departments or agencies.

4. All of the foregoing purposes shall be exercised exclusively charitable and educational purposes in such a manner that the Corporation will qualify as an exempt organization under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

ARTICLE IV DURATION/MEMBERSHIP

The period of duration is perpetual. The qualification for members, if any, and the manner of their admission shall be regulated by the bylaws.

ARTICLE V BOARD OF DIRECTORS

Initially, the corporation has three directors. The manner in which the Directors are to be elected or appointed shall be stated in the Bylaws. The number of Directors of the Corporation may be increased or diminished from time to time in accordance with the terms of the bylaws, but shall never be less than three. The names and addresses of the individuals who are to serve as the initial Directors are as follows:

| | |
|-----------------------|---|
| Dr. Desiree Cox | 9122 Griffin Road Cooper City, Florida 33328 |
| Donnette Russell-Love | 9122 Griffin Road Cooper City, Florida 33328 |
| Cathy Cather | 9122 Griffin Road Cooper City, Florida 33328 |

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ARTICLE VI OFFICERS

Initially, the corporation has two officers. The manner in which the officers are to be elected or appointed shall be stated in the Bylaws. The number of Officers of the Corporation may be increased or diminished from time to time in accordance with the terms of the bylaws, but shall never be less than two. The officer positions, names and addresses of the individuals who are to serve as the initial officers are as follows:

President
Dr. Desiree Cox

9122 Griffin Road
Cooper City, Florida 33328

Vice President
Donnette Russell-Love

9122 Griffin Road
Cooper City, Florida 33328

ARTICLE VII INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 9122 Griffin Road, Cooper City, Florida 33328 and the name of the corporation's initial registered agent at that address is Donnette Russell Love.

ARTICLE VIII INCORPORATOR

The name and address of the incorporator is:

Donnette Russell-Love

9122 Griffin Road
Cooper City, Florida 33328

ARTICLE IX 501(c)(3) LIMITATIONS

1. CORPORATE PURPOSES: Notwithstanding any other provision of these six articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from federal and state income tax under section 501(c)(3) of the Internal Revenue Code of 1986 of the corresponding provision of any future United States Internal Revenue law.
2. EXCLUSIVITY: The corporation is organized exclusively for charitable and educational purposes.
3. NO PRIVATE INUREMENT: The corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The corporation shall not distribute any gains, profits or dividends to the Directors, Officers, or Members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the corporation's charitable and educational purposes. The property, assets, profits and net income of the corporation are irrevocably dedicated to charitable and educational purposes no part of which shall inure to the benefit of any individual.
4. LOBBYING AND POLITICAL CAMPAIGNS: No substantial part of the activities of

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TALLAHASSEE, FLORIDA

the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.

5. DISSOLUTION: Upon winding up and dissolution of the corporation, the assets of the corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code of 1986 to be used exclusively for charitable and educational purposes. If the corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.
6. "PRIVATE FOUNDATION" PROVISIONS: In the event this corporation is considered to be a "Private Foundation" by the U.S. Internal Revenue Service under provisions of the United States Code the following provisions apply:
 - (a) The corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
 - (b) The corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
 - (c) The corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
 - (d) The corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
 - (e) The corporation will not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE X INDEMNIFICATION

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director or Officer of the corporation shall be indemnified by the corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or

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CLERK OF THE COURT
JANET L. HASSE
TALLAHASSEE, FLORIDA

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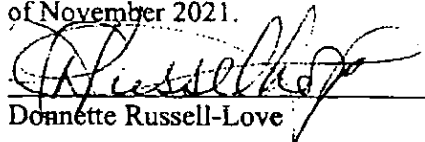
settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors of administrators) may be entitled apart from this Article.

ARTICLE XI AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provisions in these Articles of Incorporation in the manner prescribed by law.

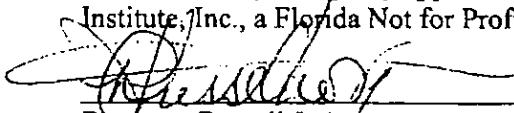
ARTICLE XII EXECUTION

These Articles of Incorporation are hereby executed by the incorporator in the 8th day of November 2021.


Donnette Russell-Love

REGISTERED AGENT'S ACCEPTANCE OF APPOINTMENT

I hereby accept my appointment as registered agent for Healinc Regenerative Health Institute, Inc., a Florida Not for Profit Corporation.


Donnette Russell-Love

11/8/2021
Date

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