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Account Number : 120050000064  
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FLORIDA PROFIT/NON PROFIT CORPORATION  
PRISM ONE FOUNDATION, INC.

Certificate of Status	0
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**ARTICLES OF INCORPORATION**  
**OF**  
**PRISM ONE FOUNDATION, INC.**  
*a corporation not for profit*

Pursuant to the Florida Not for Profit Corporation Act, Chapter 617, Florida Statutes, the undersigned hereby delivers these Articles of Incorporation of **PRISM ONE FOUNDATION, INC.**

**ARTICLE I. NAME AND DURATION**

The name of this corporation shall be **PRISM ONE FOUNDATION, INC.** (the "Corporation"). The existence of the Corporation shall commence with the filing of these Articles of Incorporation with the Florida Secretary of State in Tallahassee, Florida. The Corporation shall exist in perpetuity.

**ARTICLE II. REGISTERED AGENT AND OFFICE**

Ronald W. Sikes, whose address is 310 South Dillard Street, Suite 120, Winter Garden, Orange County, Florida 34787, is hereby appointed the initial registered agent of this Corporation.

**ARTICLE III. INITIAL PRINCIPAL OFFICE**

The initial principal office of the Corporation shall be located at 207 West Plant Street #770447, Winter Garden, Orange County, FL 34777. The Corporation may change its principal office from time to time without amendment of these Articles of Incorporation.

**ARTICLE IV. PURPOSE AND POWERS OF THE CORPORATION**

A. The purpose and object of the Corporation shall be to promote, encourage and fund charitable local, state, national and international causes through philanthropic giving.

B. The Corporation does not contemplate pecuniary gain or profit to the Members thereof and shall undertake and perform all acts and duties incident to the achievement of the purpose and object of the Corporation in accordance with the terms, provisions and conditions of these Articles of Incorporation and the Bylaws of the Corporation.

C. The Corporation shall have the following powers:

1. All of the powers and privileges granted to corporations not for profit under the laws of the State of Florida as the same may be amended from time to time as therein provided;

2. All of the powers reasonably necessary to implement and effectuate the purposes of the Corporation, including, without limitation, the power, authority and right to undertake all powers and duties set forth in these Articles and By-Laws as same may be amended from time to time, the By-Laws being incorporated herein as if set forth in full;

3. The right to pay all expenses incident to conduct the business of the Corporation, including all licenses, taxes or governmental charges levied or imposed against the property of the Corporation, if any;

4. The right to acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Corporation;

5. The right to borrow money, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred; and

6. The right to participate in mergers and consolidations with other nonprofit corporations organized for the same or consistent purposes, provided that any such merger, consolidations or annexation shall have the consent of Members as required by the By-Laws.

#### **ARTICLE V. QUALIFICATION OF MEMBERS**

The qualification of Members, manner of their admission to and termination of membership shall be consistent with applicable law and as otherwise provided in the By-Laws.

#### **ARTICLE VI. VOTING RIGHTS**

The voting membership and the voting rights of the Members shall be as provided in the By-Laws.

**ARTICLE VII. BOARD OF DIRECTORS**

The affairs of the Corporation shall be managed by a Board of Directors of not less than three (3) Directors who need not be members of the Corporation. The terms of office of the Directors and selection of successors to the initial Directors shall be as set forth in the By-Laws. The names and addresses of the persons who are to serve as the initial Board of Directors until their successors are appointed or chosen, are as follows:

<u>DIRECTOR:</u>	<u>ADDRESS:</u>
Samir K. Burshan	207 West Plant Street #770447 Winter Garden, FL 34777
Loretta Jensen Burshan	207 West Plant Street #770447 Winter Garden, FL 34777
Jackson, Jerry	207 West Plant Street #770447 Winter Garden, FL 34777

**ARTICLE VIII. OFFICERS**

A. The officers of the Corporation shall be a President, Secretary and Treasurer, and at the election of the Board of Directors, one (1) or more Vice Presidents, Assistant Secretaries and Assistant Treasurers and other officers, who shall perform the duties of such offices customarily performed by like officers of corporations in the State of Florida subject to the direction of the Board of Directors.

B. Officers of the Corporation may be compensated in the manner to be provided in the By-Laws.

C. The Officers of the Corporation shall be elected by the Board of Directors and shall hold office at the pleasure of the Board of Directors.

D. The persons who are to serve as officers of the Corporation until their successors are chosen are:

<u>OFFICE:</u>	<u>NAME:</u>
President	Loretta Jensen Burshan
Secretary/Treasurer	Samir K. Burshan

E. The officers shall be elected by the Board of Directors at their annual meeting as provided in the By-Laws. Any vacancies in any office shall be filled by the Board of Directors at any meeting duly held.

F. The President shall be elected from the membership of the Board, but no other officer need be a Director. The offices of Secretary and Treasurer may be held by the same person. Without the approval of the Directors, no person shall simultaneously

hold more than one (1) of any of the other offices, except Secretary and Treasurer.

#### **ARTICLE IX. BYLAWS**

A. The Board of Directors shall adopt by a majority vote the original By-Laws of the Corporation.

B. The By-Laws shall be amended by the procedure more fully set forth in the By-Laws and shall be approved by at least a majority of the membership.

#### **ARTICLE X. AMENDMENT OF ARTICLES**

Amendment of these Articles shall require the assent of the votes of not less than two-thirds (2/3) of the Members.

#### **ARTICLE XI. INDEMNITY**

Every Director and every officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including without limitation attorneys' fees, reasonably incurred by or imposed upon him in connection with any proceeding to which he may be a party, or in which he may become involved, by reason of his being or having been a Director or Officer at the time such expenses are incurred, except in such cases where the Director or Officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his or her duties. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or Officer may be entitled.

#### **ARTICLE XII. NON-PROFIT STATUS**

No part of the income of the Corporation shall be distributed to the Members except upon the dissolution or final liquidation and as permitted by the court having jurisdiction thereof.

#### **ARTICLE XIII. MERGER AND DISSOLUTION**

The Corporation shall have the right to participate in mergers and consolidations with other nonprofit corporations organized for the same purposes, provided such merger or consolidation shall have the assent of two-thirds (2/3) of the Members.

The Corporation may be dissolved by the approval of two-thirds (2/3) of the votes of each class of Members given in person, by proxy or by written consent. Upon dissolution of the Corporation, other than incident to a merger or consolidation, the assets of the Corporation shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Corporation was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non profit corporation, association, trust or other organization to be devoted to such similar purposes. This procedure shall be subject to court approval on dissolution pursuant to Florida Statutes, Chapter 617.

**ARTICLE XIV. INCORPORATOR**

The name and address of the incorporator of these Articles is:

Ronald W. Sikes  
310 S. Dillard Street, Suite 120  
Winter Garden, FL 34787

IN WITNESS WHEREOF, the undersigned subscriber has executed the foregoing Articles of Incorporation this 10th day of December, 2021.

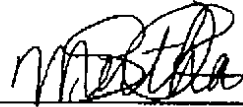


Ronald W. Sikes

Incorporator

STATE OF FLORIDA  
COUNTY OF ORANGE

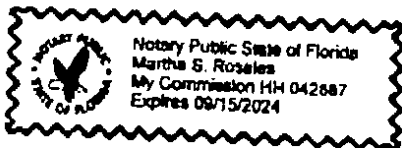
The foregoing Articles of Incorporation were acknowledged before me, in person this 10th day of December, 2021, by Ronald W. Sikes, who has produced his Florida driver's license as identification.



NOTARY PUBLIC

State of Florida-at-Large

My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF REGISTERED OFFICE  
FOR SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING REGISTERED AGENT UPON WHICH  
PROCESS MAY BE SERVED**

PURSUANT to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

THAT, **PRISM ONE FOUNDATION, INC.**, desiring to organize under the laws of the State of Florida, with the principal office of the Corporation located at: 207 West Plant Street #770447, Winter Garden, FL 34777, as indicated in the Articles of Incorporation, has named as its Registered Agent: Ronald W. Sikes, 310 South Dillard Street, Suite 120, Winter Garden, FL 34787, to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.



Ronald W. Sikes