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(Requestor's Name)

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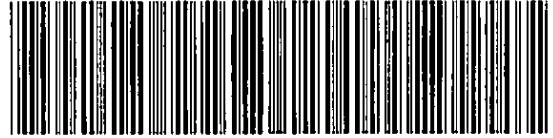
(Business Entity Name)

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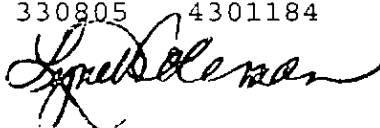
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CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 330805 4301184

AUTHORIZATION :



COST LIMIT : \$ 87.50

ORDER DATE : December 14, 2021

ORDER TIME : 11:42 AM

ORDER NO. : 330805-005

CUSTOMER NO: 4301184

DOMESTIC FILING

NAME: THE WOMWON CHARITABLE
FOUNDATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Eyliena Baker - EXT.

EXAMINER'S INITIALS: _____

COVER LETTER

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

SUBJECT: The WomWon Charitable Foundation, 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: Michael A. Zimmerman, Esq.

Name (Printed or typed)

600 Third Avenue, 35th Floor

Address

New York, New York 10016

City, State & Zip

(212) 247-7272

Daytime Telephone number

mzimmerman@kanekessler.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

The WomWon Charitable Foundation, Inc.

In compliance with Chapter 617, F.S., (Not for Profit)

**Law Offices of Michael A. Zimmerman
600 Third Avenue, 35th Floor
New York, New York 10016
(212) 247-7272**

Articles of Incorporation
of
The WomWon Charitable Foundation, Inc.

In compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I - NAME

The name of the corporation is The WomWon Charitable Foundation, Inc.

ARTICLE II – PRINCIPAL OFFICE

The principal office of the corporation is 120 Dolphin Road, Ocean Ridge, Florida 33435.

ARTICLE III – PURPOSE

The purpose for which the corporation is organized is:

(a) To expend, contribute, disburse and otherwise dispose of its money and other property by contributing to, cooperating with and otherwise voluntarily financially assisting any institution of higher education, corporation, foundation, fund, trust or community chest, whether now existing or hereafter established, created, or organized in the United States or of any State or Territory or of any possession of the United States, organized and operated exclusively for religious, charitable, scientific, literary or educational purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, As Amended, ("I.R.C."), or the corresponding section of any future Federal tax code with an emphasis on supporting women to ensure they have an equal opportunity for economic empowerment as men.

(b) To accept, receive, solicit, hold, invest, reinvest and administer gifts, legacies, bequests, devises, funds, benefits or trusts (but not to act as trustee of any trust) money or property of any sort or nature, without limitation as to amount or value, for the purposes herein mentioned; to hold, control, manage and, subject to the provisions of Chapter 617, F.S. (the "Florida Not-for-Profit Corporation Law"), sell and exchange the same; and to invest and reinvest the same and the proceeds thereof.

(c) To do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its members, directors, or officers except as permitted under the Florida Not-for-Profit Corporation Law. In furtherance of its corporate purposes, the corporation shall have all general powers enumerated in

the Florida Not-for-Profit Corporation law, together with the power to solicit grants and contributions for corporate purposes, provided the same shall not be inconsistent with the provisions of this certificate, and further provided that no work shall be done and no institutions shall be operated by this corporation for profit but solely for the purposes hereinbefore set forth, and further provided that no part of the net earnings of this corporation shall inure to the benefit of any member thereof, and further provided that this corporation shall not disseminate or carry on propaganda or engage in any activity or activities for the purpose of influencing or attempting to influence any legislation.

(d) Nothing herein shall authorize the corporation to operate or maintain a library, museum or historical society or to own or hold in collections. Nothing herein shall authorize the corporation to operate or maintain a charter school, a nursery school, an elementary school or a secondary school. Nothing herein shall authorize the corporation to operate or maintain a college or university or to grant degrees or credit leading to a degree.

ARTICLE IV – LIMITATIONS AND DISSOLUTION

Notwithstanding any other provisions of these articles, the corporation is organized exclusively for one or more of the purposes as specified in I.R.C. Section 501(c)(3) and shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under I.R.C. Section 501(c)(3) or corresponding provisions of any subsequent Federal tax laws.

No substantial part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by I.R.C. Section 501(h)) or participating in or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidates for public office.

In the event of dissolution, all of the remaining assets and property of the corporation shall, after necessary expenses thereof, be distributed to another organization exempt under I.R.C. Section 501(c)(3), or corresponding provisions of any subsequent Federal tax laws, or to the Federal government, or state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes

In any taxable year in which the corporation is a private foundation as described in I.R.C. Section 509(a), the corporation shall distribute its income for said period at such time and manner as not to subject it to tax under I.R.C. Section 4942, and the corporation shall not (a) engage in any act of self-dealing as defined in I.R.C. Section 4941(d), retain any excess business holdings as defined in I.R.C. Section 4943(c), (b) make any investments in such manner as to subject the corporation to tax under I.R.C. Section 4944, or (c) make any taxable expenditures as defined in I.R.C. Section 4945(d) or corresponding provisions of any subsequent Federal tax laws.

ARTICLE V – MANNER OF ELECTION

The manner in which directors are elected and appointed is provided in the bylaws of the corporation.

ARTICLE VI – INITIAL OFFICERS AND/OR DIRECTORS

The name and address of the initial directors of the corporation are as follows:

| | <u>Name and Title</u> | <u>Address</u> |
|----|---|---|
| 1. | Janet Schijns, President | 120 Dolphin Road Ocean Ridge, Florida 33435 |
| 2. | Roy Schijns, Treasurer | 120 Dolphin Road Ocean Ridge, Florida 33435 |
| 3. | Sean Reardon, Vice President and Secretary | 230 NE 21 st Street Boca Raton, Florida 33431 |
| 4. | Ashlyn Szilva, Vice President | 11 Hilltop Road Newton, NJ 07860 |

ARTICLE VII – REGISTERD AGENT

The name and Florida street address of the registered agent is:

Janet Schijns
120 Dolphin Road
Ocean Ridge, Florida 33435

ARTICLE VIII – INCORPORATOR

The name and address of the incorporator is:

Michael A Zimmerman, Esq.
600 Third Avenue, 35th Floor
New York, New York 10016

ARTICLE IX – INDEMNIFICATION

The corporation shall, to the fullest extent permitted by the Florida Not-for-Profit Corporation Law, as the same may be amended and supplemented, indemnify and advance expenses to any and all persons whom it shall have the power to indemnify and advance expenses to under the Florida Not-for-Profit Corporation Law from and against any and all of the expenses, liabilities, or other matters referred to in or covered by the Florida Not-for-Profit Corporation Law and the indemnification provided for herein shall not be deemed exclusive to any other rights to which any person may be entitled under any By-Law, resolution of members, resolution of directors, agreement, or otherwise, as permitted by the Florida Not-for-Profit Corporation Law as to action in any capacity in which he or she has served at the request of the corporation.

Having been named as registered agent to accept service of process from 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

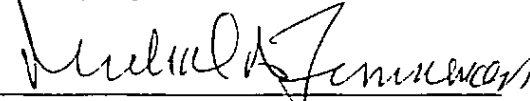


Required Signature of Registered Agent

12/14/2021

Date

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.



Required Signature of Incorporator

12/14/2021

Date

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