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**ARTICLES OF INCORPORATION**

**OF**

**BK2 FOUNDATION, INC.**

Pursuant to the provisions of Fla. Stat. § 617.01201, this Florida Not-For-Profit Corporation adopts the following Articles of Incorporation:

**ARTICLE I**  
**NAME**

The name of the corporation shall be BK2 FOUNDATION, INC.

**ARTICLE II**  
**PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

8333 N.W. 53RD STREET, SUITE 450,  
DORAL, 33166

**ARTICLE III**  
**PURPOSE**

The purpose of this corporation is as follows:

1. Primarily, the corporation is formed exclusively for charitable and educational purposes within the meaning of IRC §501(c)(3), for providing financial assistance or grants to higher education students for undergraduate and post-graduate education, technical education, sports and/or other special purposes; and 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, or the corresponding section of any future federal tax code;
2. Generally, to have and exercise all rights and powers conferred on nonprofit corporations under the laws of Florida, or which may hereafter be conferred, including the power to contract, rent, buy, or sell personal or real property;

**ARTICLE IV**  
**ACTIVITIES NOT PERMITTED**

The Corporation shall not:

1. Notwithstanding any of the above statements of purposes and powers, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purpose of this corporation;

2. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private person, 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 Three thereof;
3. No substantial part of the activities of the corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation. And the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office;

#### **ARTICLE V** **DISSOLUTION**

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of §501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a 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.

#### **ARTICLE VI** **MANNER OF ELECTION**

The method of election of the directors of the Corporation is as set forth in the bylaws.

#### **ARTICLE VII** **INITIAL REGISTERED AGENT AND STREET ADDRESS**

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

SALTIEL LAW GROUP  
201 ALHAMBRA CIRCLE, STE. 802  
CORAL GABLES, FLORIDA 33134

#### **ARTICLE VIII** **INITIAL DIRECTORS AND/OR OFFICERS**

The officers Corporation shall be the following as of the date of this Amendment:

JUAN CARLOS GASCUE  
8333 N.W. 53RD STREET, SUITE 450,  
DORAL, 33166

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CARLOS FONSECA  
8333 N.W. 53RD STREET, SUITE 450,  
DORAL, 33166

PEDRO GASCUE  
8333 N.W. 53RD STREET, SUITE 450,  
DORAL, 33166

PEDRO FRANCISCO  
8333 N.W. 53RD STREET, SUITE 450,  
DORAL, 33166

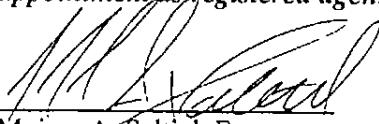
**ARTICLE IX**  
**INCORPORATOR**

The name and address of the Incorporator is:

MOISES A. SALTIEL, ESQ.  
201 ALHAMBRA CIRCLE, STE. 802  
CORAL GABLES, FLORIDA 33134

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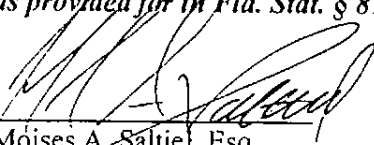
*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.*

  
Moises A. Saltiel, Esq.

Date: 3/17/2022

Registered Agent

*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 Fla. Stat. § 817.155.*

  
Moises A. Saltiel, Esq.

Date: 3/17/2022

Incorporator

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