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COVER LETTER

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

SUBJECT: ACLU of Florida Advancing Constitutional Values, 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: Jennifer Blohm
Name (Printed or typed)

P.O. Box 1547
Address

Tallahassee, FL 32302
City, State & Zip

(850) 878-5212
Daytime Telephone number

gsample@aclufl.org
E-mail address: (to be used for future annual report notification)

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

FILED

2022 JUN 21 AM 9:59

SECRETARY OF STATE
TALLAHASSEE, FL

**ARTICLES OF INCORPORATION
OF
ACLU OF FLORIDA ADVANCING CONSTITUTIONAL VALUES, INC.**

The undersigned subscribes to these Articles of Incorporation for the purpose of forming a corporation not-for-profit pursuant to the provisions of the Florida Not for Profit Corporation Act, Chapter 617, Florida Statutes.

**ARTICLE I
NAME AND PRINCIPAL OFFICE ADDRESS**

The name of the corporation shall be "ACLU of Florida Advancing Constitutional Values, Inc." The principal street and mailing address of the corporation is: **4343 West Flagler Street, Suite 400, Miami, Florida 33134.**

**ARTICLE II
DURATION**

The period of the duration of this corporation shall be perpetual unless dissolved in accordance with Florida law. Corporate existence shall commence upon filing with the Secretary of State.

**ARTICLE III
PURPOSE**

The Corporation is organized and exclusively for purposes of the promotion of social welfare, within the meaning of Section 527 of the Internal Revenue Code, or the corresponding section of any future federal tax code (the "Code") including but not limited to:

To educate Florida voters about the positions of candidates for electoral office on issues related to civil rights and civil liberties, and to encourage Florida voters to cast an informed vote.

The organization shall have all powers now or hereafter granted by law, and in addition thereto shall have all powers lawfully necessary or required to carry out its purposes and objectives. All the assets or earnings shall be used exclusively for the purposes hereinabove set out, including payment of expenses incidental thereto.

**ARTICLE IV
PROHIBITIONS**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to its members, trustees, officers or other private persons, except compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in this article. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on by a Corporation exempt from federal income tax under

section 527 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE V DISSOLUTION OF ORGANIZATION

For appropriate dissolution, if necessary, the Corporation must follow Florida Law. 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 527 of the Internal Revenue Code to be used exclusively for political 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.

ARTICLE VI INDEMNIFICATION

The Organization shall indemnify any Director or officer of the Organization and who was or is a party or is threatened to be made a party to any proceeding (which shall include for the purposes of this Article any threatened, pending, or completed action, or other proceeding whether civil, criminal, administrative, or investigative (other than an action by or in the right of the Corporation)) by reason of the fact that such person was or is an authorized representative of the Organization against expenses (which shall include for purposes of this Article attorney's fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by such person in connection with such action or proceeding if such person acted in good faith and in a manner such person reasonably believed to be in, or not opposed to, the best interests of the Organization and, with respect to any criminal proceeding, had no reasonable cause to believe such person's conduct was unlawful.

ARTICLE VII AMENDMENTS

These Articles of Incorporation may be amended by majority vote of the Directors as provided in Section 617.1002(1)(b), Florida Statutes, at a meeting called for such purpose.

ARTICLE VIII MANNER OF ELECTION

The Board of Directors shall consist of the number of members as is specified in and shall be elected as provided in, the Bylaws.

The incorporator shall be the initial member of the corporation and shall serve as Chair of the initial Board of Directors of the corporation. Other classifications of membership may be

established by the Board of Directors as provided in the by-laws of the corporation and may consist of separate categories of membership, each with different rights and responsibilities.

ARTICLE IX INITIAL OFFICERS

The number of Officers, manner of election, and duties shall be specified in the by-laws of the Corporation. However, the corporation shall have a minimum of three (3) Officers, and shall consist of the following: President, Secretary, and Treasurer. The initial Officers shall be:

Name and Title: Samir Gupte, President
Address: 4343 West Flagler St. Suite 400
Miami, FL 33134

Name and Title: George Griffin, Vice President
Address: 4343 West Flagler St. Suite 400
Miami, FL 33134

Name and Title: Kirk Bailey, Secretary
Address: 4343 West Flagler St. Suite 400
Miami, FL 33134

Name and Title: Gary Sample, Treasurer
Address: 4343 West Flagler St. Suite 400
Miami, FL 33134

Name and Title: Javier Betancourt, Deputy Treasurer
Address: 4343 West Flagler St. Suite 400
Miami, FL 33134

ARTICLE X REGISTERED AGENT

The street address of the initial registered office and the name of the initial registered agent are as follows:

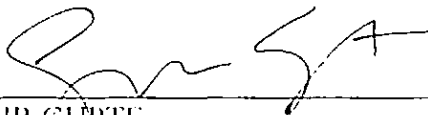
Samir Gupte
4343 West Flagler St. Suite 400
Miami, FL 33134

**ARTICLE XI
INCORPORATOR**

The name and address of the subscriber to these Articles of Incorporation are set forth below:

Samir Gupte
4343 West Flagler St. Suite 400
Miami, FL 33134

IN WITNESS WHEREOF, 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, Florida Statutes.

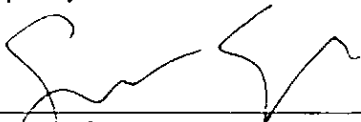


SAMIR GUPTE

6/10/2022
Date

ACCEPTANCE BY REGISTERED AGENT

Samir Gupte, having been named in the foregoing Articles of Incorporation, as registered agent, agrees to accept service of process for the above stated corporation at the place designed in this certificate. I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



SAMIR GUPTE

6/10/2022
Date

2022 JUN 21 AM 9:59
SECRETARY OF STATE
TALLAHASSEE, FL

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