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COVER LETTER

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

SUBJECT: ProTalks Florida 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: Lynn F. Jones-Turpin
Name (Printed or typed)

3928 Victoria Landing Dr S
Address

Jacksonville, FL 32208
City, State & Zip

904-534-6628
Daytime Telephone number

protalksflorida@gmail.com
E-mail address: (to be used for future annual report notification)

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JUL 15 2022
TALLAHASSEE, FL

ARTICLES OF INCORPORATION
OF
PROTALKS FLORIDA INC

The undersigned do hereby associate for the purpose of becoming a not for profit corporation under the laws of the State of Florida, and do hereby certify that the following Articles of Incorporation have been adopted:

ARTICLE I

The name of the corporation is **PROTALKS FLORIDA INC.**

ARTICLE II

The street address of the initial registered office of this corporation is 3928 Victoria Landing Dr S. Jacksonville, FL 32208 and the name of the initial registered agent at that address is Lynette F Jones-Turpin. The principal office address and mailing address of this corporation is 3928 Victoria Landing Dr S. Jacksonville, FL 32208 .

ARTICLE III

The purposes for which the corporation is organized are to operate exclusively for religious, charitable, educational and distinct ecclesiastical purposes within the meaning of Section 501 ©(3) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue law thereto, and such purposes shall include the following:

PURPOSE

This organization will have the purpose or powers as may be stated in this Constitution and Covenant, and such powers that are now or may be granted hereafter.

The primary purpose of this organization is to:

- I. To establish, maintain and operate an educational program to equip African Americans with cancer information.

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2. To educate future generations, youth and caregivers about all forms of cancer and the need to start screening early for cancer detection
3. To increase knowledge on the importance, benefits and potential risks of clinical trials and to center conversations on cancer awareness and prevention via print/social media/radio/online webinars and seminars.
4. To acquire and hold such property, either real or personal, for its purposes, as may be necessary for the fulfillment of its goals.
5. To continue the community based forum designed to share accurate and relevant information for audiences of African American men, youth and caregivers.

ARTICLE IV

The corporation shall have four (4) Trustees initially. The Board of Trustees is that group of persons vested with the management of the business affairs of this corporation subject to the law, the Articles of Incorporation and the By-Laws.

The number of Trustees may be increased or decreased from time to time by majority vote of the board officers, but shall never be less than three (3). A quorum of trustees for the purpose of generating vote on the affairs of the corporation shall consist of the majority of trustees; however for the purpose of filling a vacancy on the board of trustees, a quorum shall consist of the remaining trustees who remain on the board at the time of the vacancy or vacancies.

The names and addresses of the first members of the Board of Trustees who, subject to the provisions of these Articles of Incorporation, the Bylaws of this corporation and the laws of the State of Florida, shall hold office until their resignation, removal from office, or death, is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Lynette F Jones-Turpin	3928 Victoria Landing Dr S, Jacksonville, FL 32208
Arnold Merriweather	5175 Armsgate Court, Jacksonville, FL 32218
William Turpin	3928 Victoria Landing Dr S, Jacksonville, FL 32208
Dr. Valencia Dunbar	610 N Julia St, Jacksonville, FL 32202

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Dr. Fern Webb

610 N Julia St. Jacksonville, FL 32202

ARTICLE V

The name and address of the incorporator is as follows:

NAME

ADDRESS

Lynette F Jones-Turpin

3928 Victoria Landing Dr S, Jacksonville, FL 32208

ARTICLE VI

The officers of this corporation shall be a President, a Vice-President, a Secretary, a Treasurer and such other officers, Trustees, agents and factors as shall be chosen in such manner, hold their offices for such terms and have such powers and duties as may be prescribed by the bylaws or determined by the Board of Trustees. Any two or more offices may be held by the same person and Trustees may also be officers.

ARTICLE VII

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Trustees. This Corporation may be dissolved only pursuant to the agreement of the Board of Trustees. In the event of a total dissolution of this corporation, all assets acquired by the corporation shall be distributed to another non-profit entity with no asset or monetary excess being distributed to any of the principles of the corporation.

ARTICLE VIII

The rules governing the management of the corporation shall be determined by the Bylaws of the corporation and the Board of Trustees. The requirements for amending or restating these Articles shall also be determined by the terms of the Bylaws of this corporation.

ARTICLE VIII

Said organization is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as

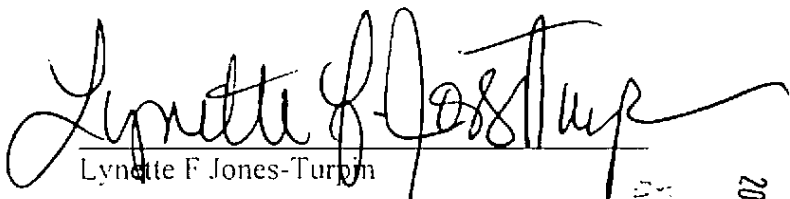
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exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be in the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on by (a) an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or (b) by an organization, contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or 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 disposed of shall be disposed of by the Court of Common Pleas of the county in which the principle office of the organization 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 WITNESS WHEREOF, the undersigned incorporator has hereunto set her hand and seal this 17th day of June, 2022, for the purpose of forming this corporation under the laws of the State of Florida, and he hereby makes and files, in the office of the Secretary of State of Florida, these Articles of Incorporation, and certifies that the facts herein stated are true.


Lynette F Jones-Turpin

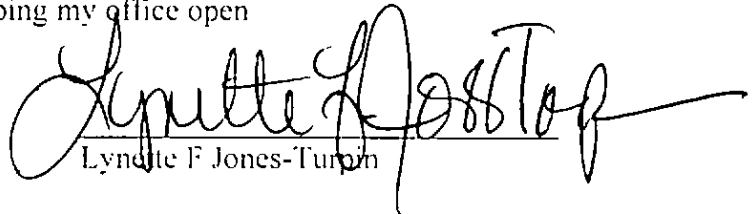
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OFFICE OF THE SECRETARY OF STATE
FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR SERVICE OF
PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM SERVICE OF PROCESS MAY
BE SERVED.

Pursuant to Chapter 48.091, Florida Statutes, PROTALKS FLORIDA INC. desiring to organize
under the laws of the State of Florida, with its registered office, as indicated in the Articles of
Incorporation, at the City of Jacksonville, County of DUVAL, State of Florida, has named Lynette F.
Jones-Turpin located at 3928 Victoria Landing Dr S, Jacksonville, FL 32208 , as its resident agent to
accept service of process within this state.

ACKNOWLEDGEMENT

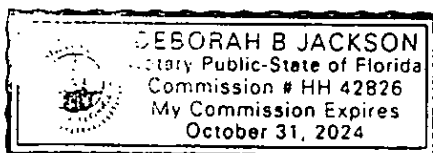
The undersigned having been named to accept service of process for the above state corporation,
at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply
with the provisions of said Act relative to keeping my office open


Lynette F Jones-Turpin

STATE OF FLORIDA
COUNTY OF Duval

BEFORE ME, personally appeared, to me well known and known to me to be the individual
described in and who executed the foregoing Certification of Registered Agent status, and
acknowledged before me that he executed the same for the purposes herein expressed.

WITNESS my hand and official seal this 17th day of June, 2022.




Notary Public State of Florida

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