

122000010032

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

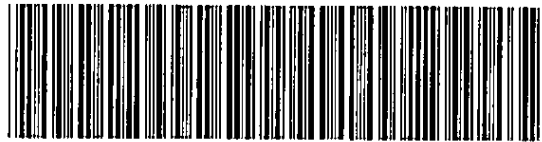
Special Instructions to Filing Officer:

Office Use Only

122000013639

T. SCOTT

AUG 31 2022



900380081669

02/07/22--01003--007 **8.75
02/07/22--01003--006 **70.00

CANCEL AND/OR VIDEO
FRANCHISING
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

2022 AUG 30 AM 7:30

FILED



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 10, 2022

NUTURED CHILD AFRICA, INC.
9460 WINDERMERE DRIVE, APT. 204
RIVERVIEW, FL 33578

SUBJECT: NUTURED CHILD AFRICA, INC.
Ref. Number: W22000013639

We have received your document for NUTURED CHILD AFRICA, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please list incorporator name address and signature.,

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Tyrone Scott
Regulatory Specialist II
New Filings Section

Letter Number: 522A00002992

**THE ARTICLES OF INCORPORATION
OF
NURTURED CHILD AFRICA, INC.**

I, the undersigned, being the Incorporator of NURTURED CHILD AFRICA, INC., a Florida not for profit corporation, hereby file the following Articles of Incorporation that comply with the requirements of Florida Statutes Chapter 617 (Florida Not for Profit Corporation Act):

**ARTICLE I
NAME**

The name of the corporation is NURTURED CHILD AFRICA, INC., a Florida not for profit corporation (the "Corporation").

**ARTICLE II
REGISTERED OFFICE AND AGENT AND
PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS**

The registered office of the Corporation shall be located at 9460 Windermere Lake Drive, APT 204, Riverview, FL 33578, and the initial registered agent of the Corporation at that address shall be Mary Stella W. Kimani.

The principal place of business and the mailing address of the Corporation shall be: *NURTURED CHILD AFRICA, INC.*, 9460 Windermere Lake Drive, APT 204, Riverview, FL 33578.

**ARTICLE III
PURPOSES AND POWERS**

The general nature of the objects, purposes, powers and limitations of the Corporation shall be as follows:

- a. to provide the protections of shelter, sustenance, education, medical care, spiritual and emotional support, to needy orphans and vulnerable children in Kenya.
- b. to create, form and establish an organization to engage in charitable activities to support orphans and vulnerable children in Kenya.
- c. To uplift the living standards of orphans and vulnerable children, to fulfil their inherent potential which consists of unique abilities, identities, interests and social capabilities.
- d. To promote the rights and responsibilities of orphans and vulnerable children for them to become responsible, well balanced and productive adults.
- e. To provide educational support through early childhood development of a holistic nature.
- f. To contribute towards a healthy community through family life, parenting awareness, development of a network of caregivers, and community leadership mobilization on behalf of children.
- g. To employ trainers, advisors, experts and other staff for all or any of the objects of the organization.
- h. To support the children village in Kenya in all spheres.

FILED
2022 AUG 30 AM 7:30
CLERK OF CIRCUIT COURT
IN AND FOR THE COUNTY OF
HILLSBOROUGH, FLORIDA
DIVISION OF CORPORATIONS

- i. to seek and apply for grants, funds, awards and/or all other types of funding designed to advance the purposes, goals and the mission of the Corporation.
- j. to operate in a way the Corporation shall insure that all the funding secured by the Corporation inures only to the benefit of the Corporation or as directed by the Corporation.
- k. to operate in any manner for such nonprofit, charitable and/or educational purposes as will qualify the Corporation as a charitable organization exempt from federal income tax under Internal Revenue Code Section 501(c)(3).
- l. to accept a substantial part of its support (exclusive of income received in the exercise or performance by such organization of its charitable, educational, or other purpose or function constituting the basis for its exemption) from a governmental unit or from direct or indirect contributions from the general public, the Corporation's organizers, corporation, foundations, and any other public or private sources.
- m. to generally perform any function necessary to engage in any lawful purpose or purposes not for pecuniary profit.
- n. to ensure that no part of the earnings of the Corporation shall inure to the benefit of or be distributable to its members, officers or other private persons, except that the Corporation may be authorized and empowered to pay reasonable compensation for services rendered and products purchased and to make payments and distributions in furtherance of the purposes hereinafter set forth. No substantial part of the activities of the Corporation shall be in the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene.

The Corporation shall have the power to:

- (a) have succession by its corporate name for the period set forth in its Articles of Incorporation:
- (b) sue and be sued and appear and defend in all actions and proceedings in its corporate name to the same extent as a natural person.
- (c) adopt and use a common corporate seal and alter the same provided, however, that such seal shall always contain the words "not for profit corporation;"
- (d) elect or appoint such officers, employees and agents as its affairs shall require and allow them reasonable compensation, if so voted by a majority of the Directors of the Corporation;
- (e) adopt, change, amend and repeal bylaws, not inconsistent with the laws or its Articles of Incorporation, for the administration of the affairs of the Corporation and the exercise of its corporate powers.
- (f) make contracts and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue notes, bonds and other obligations, and accrue any of its obligations by mortgage and pledge of all or any of its property, franchises or income.

(g) conduct its affairs, carry on its operations, and have offices and exercise the powers granted herein in any state, territory, district or possession of the United States or any foreign country;
(h) purchase, take, receive, lease, take by gift, devise or bequest, or otherwise acquire, own, hold, improve, use or otherwise deal in and with real or personal property, or any interest therein, wherever situated.

(i) acquire, enjoy, utilize and dispose of patents, copyrights and trademarks and any licenses and other rights or interest thereunder or therein.

(j) sell, convey, mortgage, pledge, lease exchange, transfer or otherwise dispose of all or any part of its property and assets.

(k) purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell mortgage, lend, pledge or otherwise dispose of and otherwise use and deal in and with shares and other interest in, or obligations of, other domestic or foreign corporations, whether for profit or not for profit, associations, partnerships or individuals, or direct or indirect obligations of the United States, or of any other government, state, territory, governmental district, municipality, or of any instrumentality thereof;

(l) lend money for its corporate purposes, invest and reinvest its funds and take and hold real and personal property as security for the payment of funds so loaned or invested.

(m) make donations and work together with public or private entities to encourage and facilitate the provision of affordable housing opportunities to persons and families of low and moderate income, for the public welfare, and for religious, charitable, scientific, educational or other similar purposes; and

(n) have and exercise all powers necessary or convenient to affect any or all the purposes for which the Corporation is organized.

The above stated powers shall in no way be a limitation of those corporate powers set forth in Florida Statutes §617.0302 (Florida Not For Profit Corporation), which powers are included herein by reference.

ARTICLE IV MEMBERS

The Corporation shall not have any members and no stockholders, accordingly, all authority that would otherwise be reposed in members shall be exercised by the Board of Directors of the Corporation (the "Board of Directors") as and to the extent provided or permitted by applicable law.

ARTICLE V EXISTENCE

The existence of the Corporation shall be perpetual.

ARTICLE VI DIRECTORS

The affairs of the Corporation shall be managed by the Board of Directors, which initially shall consist of the following six (6) members:

NAME ADDRESS TERM COMMENCING JANUARY 1, 2022

Magdalene Kimani
Chairperson / Director

Fr. Hugh Chikawe
Vice Chairperson / Director

Mary Stella W Kimani
President / Executive Director

Fr. Kazimierz Domek
Treasurer / Director

Monica Shogreen
Secretary / Director

Francis Ihedoro
Director

The number of Directors may be raised or lowered by amendment of the bylaws but shall in no case be less than three (3). The manner of election shall be as provided in the Bylaws. The individuals serving on the Board of Directors shall be subject to removal from the Board by action of the Board of Directors, with or without cause.

ARTICLE VII BYLAWS

The Bylaws of the Corporation shall be made and adopted by the Board of Directors, and may be amended, altered or rescinded by the majority of the entire Board of Directors present at any regular or special meeting called for that purpose.

ARTICLE VIII DISSOLUTION

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purpose of the Corporation by transferring such assets to any charitable, scientific, religious or educational organization as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States revenue law), or to any governmental or other entities with purposes similar to the Corporation's, such disposition to be as the Board of Directors shall determine. Any assets remaining after such disposition by the Board of Directors shall be disposed of by the Circuit Court of the county in which the Corporation's principal officers are located, pursuant to the procedures for judicial dissolution, Florida Statutes §617.1431.

**ARTICLE IX
INCORPORATOR(S)**

The name and address of the Incorporator of these Articles of Incorporation is as follows:

NAME

Mary Stella W. Kimani

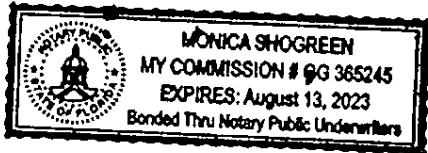
ADDRESS

9460 Windermere Lake Drive, APT 204
Riverview, FL 33578

**ARTICLE X
AMENDMENTS**

Amendments to the Articles of Incorporation shall be adopted by a majority of the entire Board of Directors at any regular or special meeting called for that purpose.

IN WITNESS OF THE FOREGOING, I hereby set my hand this 5th day of May, 2022.



NURTURED CHILD AFRICA, INC.,
a Florida not for profit corporation

A handwritten signature in cursive script, appearing to read "Stella Kimani", written over a horizontal line.

By: Mary Stella W. Kimani, President

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 5th day of May, 2022,
by Mary Stella W. Kimani, and she executed the forgoing Articles of Incorporation as
President of NURTURED CHILD AFRICA, INC., a Florida not for profit corporation.

A handwritten signature in cursive script, appearing to read "Monica Shogreen", written over a horizontal line.
Notary Public, State of Florida

Personally Known ✓ OR Produced Identification _____
Type of Identification Produced _____

CERTIFICATE

That NURTURED CHILD AFRICA, INC. desiring to organize under the laws of the State of Florida, with its principal office at 9460 Windermere Lake Drive, APT 204, City of Riverview, County of Hillsborough, State of Florida 33578, has named Mary Stella W. Kimani located at 460 Windermere Lake Drive, APT 204, City of Riverview, County of Hillsborough, State of Florida 33578, as its registered agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-named Corporation, at the place designated in this Certificate the undersigned agrees to act in this capacity and agrees to comply with the provisions of Florida law relative to keeping designated office open.



By: Mary Stella W. Kimani