

N220000/1018

(Requestor's Name)

(Address)

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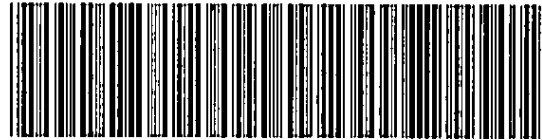
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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September 2, 2022

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

SUBJECT: CodeclubBotics, Inc.

To Whom It May Concern:

Enclosed, please find an original and a copy of the Articles of Incorporation for the above-referenced corporation along with money order no. 8002 made payable to the Florida Department of State in the amount of \$78.75 to defray your filing fee for the Articles and the Certificate of Status.

If you should have any questions, please feel free to contact me.

Name: Craig Uptgrow, Sr.

Address City, State & Zip: 3500 NW 188th Street Miami Gardens, FL 33056

Daytime Telephone number: (305)776-7505

E-mail address: crup2010@yahoo.com

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TALLAHASSEE, FL 32314

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ARTICLES OF INCORPORATION FOR
CLUBCODEBOTICS, INC.

A FLORIDA NONPROFIT CORPORATION
In Compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be:
ClubcodeBotics, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is:
3500 NW 188th Street
Miami Gardens, FL 33056

ARTICLE III DURATION

The term of existence of the Corporation is perpetual; and the corporate existence will commence on the filing of these articles by the Department of State.

ARTICLE IV PURPOSE

The purposes for which this corporation is formed are:

- (1) Primarily, the organization is formed exclusively for charitable and educational purposes within the meaning of IRC Section 501(c)(3);
- (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;
- (3) Notwithstanding any of the above statements of purposes and powers, this corporation shall not engage in any activities or exercise any powers that are not in furtherance of the primary purpose of this corporation;
- (4) 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 persons, 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 hereof.

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(5) No substantial part of the activities of the corporation shall be the 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;

(6) Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 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 V MANNER OF ELECTION

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

ARTICLE VI INITIAL DIRECTORS AND/OR OFFICERS

Craig Uptgrow, Sr., President
3500 NW 188th Street
Miami Gardens, FL 33056

Shenika Uptgrow, Vice President
3500 NW 188th Street
Miami Gardens, FL 33056

Darneishia McNair, Secretary-Treasurer
5906 NW 7th Place
Miami, FL 33127

ARTICLE VII REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is:
Craig Uptgrow, Sr.
3500 NW 188th Street
Miami Gardens, FL 33056

ARTICLE VIII INCORPORATOR

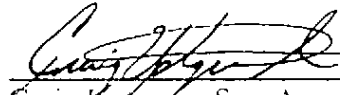
The name and address of the incorporator is:
Craig Uptgrow, Sr.
3500 NW 188th Street
Miami Gardens, FL 33056

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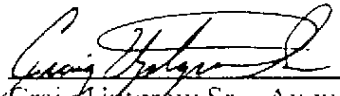
ARTICLE IX. LIABILITY STATEMENT

The nonprofit shall defend, indemnify and hold harmless all directors and officers of the nonprofit against expenses (including attorney's fees, judgments, fines, and amounts paid in settlement) incurred in connection with any claims, causes of action, demands, damages, liabilities of the nonprofit, and any pending or threatened action, suit, or proceeding. Such indemnification shall be made to the fullest extent permitted by the laws of the State of Florida, provided that such acts or omissions which gives rise to the cause of action or proceedings occurred while the director or officer was in performance of his or her duties for the nonprofit and was not as a result of his or her fraud, gross negligence, willful misconduct or a wrongful taking. The indemnification provided herein shall inure to the benefit of successors, assigns, heirs, executors, and the administrators of any such person.

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.



Craig Uptgrow, Sr., August 28, 2022
Registered Agent



Craig Uptgrow, Sr., August 28, 2022
Incorporator

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