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

SUBJECT: Peace and Justice Institute, Inc.

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

ADDITIONAL COPY REQUIRED

□\$78.75 Filing Fee & Certified Copy

X \$87.50 Filing Fee, Certified Copy & Certificate

FROM:

Name (Printed or typed) Rachel C. Allen

Address 1331 Palmetto Ave

Suite 201

City, State & Zip Winter Park FL 32789

Daytime Telephone number 407-592-7379

E-mail address: vcpeaceandjustice@gmail.com

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

ARTICLES OF INCORPORATION OF PEACE AND JUSTICE INSTITUTE, INC.

The undersigned, acting as the sole incorporator of this corporation pursuant to Chapter 617 of the Florida Statutes, hereby forms a corporation not for profit under the laws of the State of Florida and adopts the following Articles of Incorporation.

ARTICLE I - NAME OF CORPORATION

The name of this corporation shall be Peace and Justice Institute, Inc. (hereinafter the "Corporation").

ARTICLE II – ADDRESS OF PRINCIPAL OFFICE AND MAILING ADDRESS OF CORPORATION The address of the principal office of the Corporation is 1331 Palmetto Avenue, Suite 201, Winter Park, Florida 32789, and the mailing address of the Corporation is 1331 Palmetto Avenue, Suite 201, Winter Park, Florida 32789.

ARTICLE III - PURPOSES AND POWERS OF THE CORPORATION

A. The Corporation is organized exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or such corresponding section of any future federal tax code (hereinafter the "Code"), including, for all such purposes, making distributions to organizations that qualify as exempt organizations under Code Section 501(c)(3). To the extent consistent with the preceding sentence and permissible under Florida law, the purposes of the Corporation shall include, but not be limited to, teaching practices and principles that explore, advocate, and honor the dignity of self, others and planet earth, and engaging in any other activities reasonably related thereto.

B. The Corporation shall be authorized to carry out any and all acts and to exercise any and all corporate powers which may now or hereafter be lawful under the laws of the State of Florida to the extent applicable to corporations not for profit and that are not inconsistent with these Articles of Incorporation.

- C. Notwithstanding anything contained in these Articles of Incorporation to the contrary, the following provisions shall apply:
- 1. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to the Corporation and to make payments and distributions in furtherance of the purposes set forth in this Article III.
- 2. No substantial part of the activities of the Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate or intervene in any political campaign (including publishing or distributing statements) on behalf of or in opposition to any candidate for public office.
- 3. Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from federal income tax under Code Section 501(c)(3), or (b) a corporation, contributions to which are deductible under an applicable subsection of Code Section 170(c).

ARTICLE IV - NO MEMBERS

The Corporation shall have no members.

ARTICLE V - BOARD OF DIRECTORS

All corporate power shall be exercised by or under the authority of, and the business of the Corporation shall be managed under the director of, the Corporation's Board of Directors.

The Board of Directors of the Corporation shall be elected or appointed in the manner and for the terms provided in the Bylaws. The number of directors shall be no less than three (3) and no more than the number provided for in the Bylaws.

ARTICLE VI - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Corporation is 1331 Palmetto Avenue, Suite 201, Winter Park, Florida 32789, and the name of the initial registered agent of the Corporation at that address is Rachael C. Allen. The Board of Directors may from time to time designate a new registered office and registered agent.

ARTICLE VII - INCORPORATOR

The name and street address of the incorporator of the Corporation are: Rachael C. Allen, 1331 Palmetto Avenue, Suite 201, Winter Park, Florida 32789.

ARTICLE VIII - INDEMNIFICATION

The Corporation shall indemnify any officer or director of the Corporation, or any former officer or director of the Corporation, to the fullest extent permitted by law.

ARTICLE IX – TERM OF EXISTENCE

The Corporation shall have perpetual existence, commencing with the filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

ARTICLE X - DISSOLUTION OF THE CORPORATION

Upon dissolution of the Corporation, after the payment or provision for payment of all of the liabilities of the Corporation, all of the assets of the Corporation shall be distributed for one or more exempt purposes within the meaning of Code Section 501(c)(3), 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 the Circuit Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XI - AMENDMENTS

These Articles of Incorporation may be amended by the sole incorporator at any time prior to the election of the Board of Directors, and at any time thereafter by a vote of two-thirds of the full Board of Directors of the Corporation, provided that written notice of the proposed amendment is provided to the directors ten (10) days prior to the meeting at which such amendment is considered.

IN WITNESS WHEREOF, the undersigned sole incorporator has made and subscribed these Articles of Incorporation this $\frac{1}{2}$ day of January, 2023.

Rachel C. Allen

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent to accept service of process for the above-stated Corporation at the place designated in the foregoing Articles of Incorporation, I am familiar with and accept the appointment as registered agent and agree to act in that capacity.

Rachel C. Allen

Date: January 14, 2023