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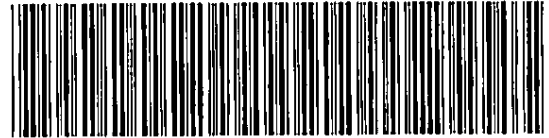
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## COVER LETTER

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

**SUBJECT: State of Opportunity FL Corp.**  
(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: Tax Exempt 501c3, LLC  
Name (Printed or typed)

PO Box 1665  
Address

Rolla, MO 65402  
City, State & Zip

573-201-4832  
Daytime Telephone number

support@taxexempt501c3.com  
E-mail address: (to be used for future annual report notification)

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

# STATE OF OPPORTUNITY FL CORP.

## ARTICLES OF INCORPORATION – NON-PROFIT

### ARTICLE I

#### NAME

##### 1.01 Name

The legal name of this corporation shall be **State of Opportunity FL Corp.**

### ARTICLE II

#### DURATION

##### 2.01 Duration

The period of duration of the corporation shall be perpetual.

### ARTICLE III

#### PURPOSE

##### 3.01 Purpose

State of Opportunity FL Corp. is a non-profit corporation organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations, under Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

To maximize our effectiveness, we may seek to collaborate with other non-profit organizations which qualify as non-profit corporations under section 501(c) (3).

State of Opportunity FL Corp.'s mission is to work with previously incarcerated individuals to help them build skills and thought processes and help them to become community leaders. We will conduct a reentry program for released prisoners to help them start again in society and to reduce recidivism. Our program provides housing, intensive training, mentorship, trade school training, and

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STATE OF FLORIDA

access to accredited higher education. We also seek to reduce recidivism, reduce violence, eradicate poverty, and mentor youth. In addition, we will provide comprehensive vocational training programs for men and women who are unemployed or underemployed that includes vocational skills, life skills, and mentoring. We will provide tangible assistance to the homeless and those in need, both in the United States and around the world, provide intervention for struggling families, elderly, and handicapped people. We will foster global partnerships through networking with other nonprofits, businesses, and food banks to enrich, support, and enhance the lives of disadvantaged individuals, children, and communities through mentoring, raising awareness, and providing tangible assistance to relieve suffering and to increase individual abilities to become self-sustaining. We will provide needed food, access to shelter, medical care, clothing and education to the needy. We will provide help for veterans in need. We aim to relieve suffering and lack while helping prepare children and their parents for a future that does not include hunger, want, and helplessness. We want to help individuals, families, and communities around the world with sustainable development projects, economic development projects, obtaining clean water and affordable energy, improved educational opportunities, job training and internship programs, cultural exchange, disaster relief, and humanitarian aid.

## **ARTICLE IV**

### **NON-PROFIT NATURE / BENEFITS**

#### **4.01 Non-profit Nature**

State of Opportunity FL Corp. is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its charitable, religious, educational, or scientific purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to, any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

#### **4.02 Personal Liability**

No officer or director of this corporation shall be personally liable for the debts or obligations of State of Opportunity FL Corp. of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

#### **4.03 Dissolution**

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 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.

#### 4.03 Prohibited Distributions

No part of the net earnings, or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, 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 III, Section 3.01.

#### 4.04 Restricted Activities

No substantial part of the corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

#### 4.05 Prohibited Activities

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

### **ARTICLE V**

#### **BOARD OF DIRECTORS**

##### 5.01 Governance

State of Opportunity FL Corp. shall be governed by its board of directors.

##### 5.02 Initial Directors

The initial directors of the corporation shall be:

Jane Mathenge, President

Leslie Mathis, Vice President

Sandra Mathis, 2<sup>nd</sup> Vice President

Martin Ayoli Mark, Secretary

Hannah Reyes, Treasurer

Susan Kimeria, Board Member

#### 5.03. Selection of Board Members

**Initial board members were selected by the incorporator.**

State of Opportunity FL Corp. Directors may be elected at any Board meeting by the majority vote of the existing Board of Directors.

### **ARTICLE VI**

#### **MEMBERSHIP**

##### 6.01 Membership

State of Opportunity FL Corp. shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

### **ARTICLE VII**

#### **AMENDMENTS**

##### 7.01 Amendments

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

### **ARTICLE VIII**

#### **ADDRESSES OF THE CORPORATION**

##### 8.01 Corporate Address

The physical address of the corporation is:

3620 Nantucket Island Dr Apt 203  
Port Orange FL 32129

The mailing address of the corporation is:

3620 Nantucket Island Dr Apt 203  
Port Orange FL 32129

## **ARTICLE IX**

### **APPOINTMENT OF REGISTERED AGENT**

#### **9.01 Registered Agent**

The registered agent of the corporation shall be:

Jane Mathenge  
3620 Nantucket Island Dr Apt 203  
Port Orange FL 32129

## **ARTICLE X**

### **INCORPORATOR**

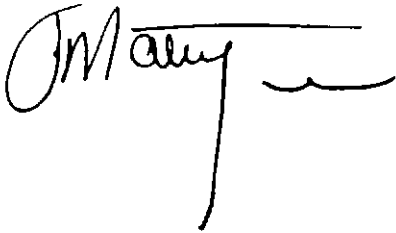
The incorporator of the corporation is:

Jane Mathenge  
3620 Nantucket Island Dr Apt 203  
Port Orange FL 32129

*The rest of this page left intentionally blank.*

## Acknowledgement

Having been named as registered agent to accept service of process for the above state corporation at the place designated in this incorporation document, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

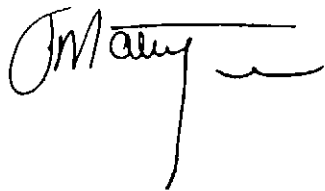


Jane Mathenge, Registered Agent

Date: 2/10/2023

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FALL ARIZONA, AZ

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, F.S.



Jane Mathenge, Incorporator

Date: 2/10/2023