

Florida Department of State

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**FLORIDA PROFIT/NON PROFIT CORPORATION
RAISE UP INC.**

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Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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**ARTICLES OF INCORPORATION
OF
RAISE UP INC.**

A Florida Non-profit Corporation

The undersigned, acting as the Incorporator of Raise Up Inc. under Chapter 617 of the Florida Statutes, submits the following Articles of Incorporation.

**ARTICLE I
NAME**

The name of this corporation is Raise Up Inc. (the "Corporation").

**ARTICLE II
DURATION**

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

**ARTICLE III
PURPOSE**

The Corporation is a non-profit corporation and shall operate exclusively for scientific, religious, educational, and charitable purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), or the corresponding section of any future United States internal revenue law, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Code, or the corresponding section of any future United States internal revenue law.

Within the scope of the foregoing, the Corporation is organized to: (i) promote advocacy for community empowerment and racial and social justice; and (ii) engage in such other activities as are necessary, appropriate, or convenient to the furtherance of the foregoing stated purpose and permitted under the laws of Florida and the United States.

**ARTICLE IV
CHARITABLE LIMITATIONS**

Provisions for the regulation of the internal affairs of the Corporation shall be provided in the Bylaws. In addition, the following provisions shall apply:

(a) This Corporation shall not engage in any activities prohibited by Section 617 of the Florida Statutes, or by Section 501(c)(3) of the Code.

(b) 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 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. No substantial part of the activities of the

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Corporation 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.

(c) 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 under Section 501(c)(3) of the 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 Code, or the corresponding section of any future federal tax code.

ARTICLE V DISSOLUTION

Upon the dissolution of the Corporation, the Board shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all the assets of the Corporation for one or more exempt purposes within the meaning of Section 501(c)(3) of the 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 VI BOARD OF DIRECTORS AND OFFICERS

All corporate powers will be exercised by or under the authority of, and the affairs of the Corporation will be managed under the direction of, a board of directors. As of the date set forth below, the Board has three (3) directors. The number of directors of the Corporation may be changed in accordance with the Bylaws of the Corporation, provided that the number of directors will include at least three voting members. The qualifications to serve as a director, the terms for which the directors shall serve, the rights of the directors, and the manner and selection of the directors shall be specified in the Bylaws of the Corporation. The names, titles and addresses of the initial Board and officers of the Corporation are:

<u>Name</u>	<u>Title(s)</u>	<u>Address</u>
Danielle Chanzas	Director, Chairman of the Board and President	2114 NW 55th Blvd Apartment 6 Gainesville, Florida 32653
Oriana Sheffield	Director and Secretary	924 SW 61st Street Gainesville, Florida 32607
Deonte Lyons	Director and Treasurer	4016 SW 21st Road Gainesville, Florida 32607

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ARTICLE VII
MEMBERSHIP

The Corporation shall have no members. The management of the affairs of the Corporation shall be vested in the Board, as defined in the Corporation's Bylaws.

ARTICLE VIII
AMENDMENTS

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

ARTICLE IX
ADDRESS OF THE CORPORATION

The principal place of business and the mailing address of the Corporation is: 2114 NW 55th Boulevard, Apartment 6, Gainesville, Florida 32653.

ARTICLE X
REGISTERED AGENT

The current registered agent and current registered office of the Corporation is: Danielle Chanzas, 2114 NW 55th Boulevard, Apartment 6, Gainesville, Florida 32653. This registered agent has previously filed a signed statement accepting that appointment. The Board may from time to time designate a new registered office and registered agent.

ARTICLE XI
INCORPORATOR

The name and street address of the sole incorporator is: Danielle Chanzas, 2114 NW 55th Boulevard, Apartment 6, Gainesville, Florida 32653.


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IN WITNESS WHEREOF, the undersigned hereby executes these Articles of Incorporation as of this 26th day of April, 2023.

RAISE UP INC.

By: 
Name: Danielle Chanzas
Title: President and Chairman of the Board

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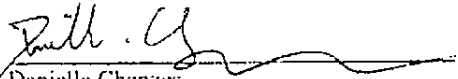
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CERTIFICATE OF DESIGNATIONREGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, *Florida Statutes*, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the corporation is Raise Up Inc.
2. The name and address of the registered agent and office is Danielle Chanzas, 2114 NW 55th Boulevard, Apartment 6, Gainesville, Florida 32653


DATED: April 26, 2023


Danielle Chanzas

ACCEPTANCE

Having been named as registered agent and to accept service of process for the above corporation at the place designated in this Certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as registered agent.

DATED: April 26, 2023


Danielle Chanzas

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