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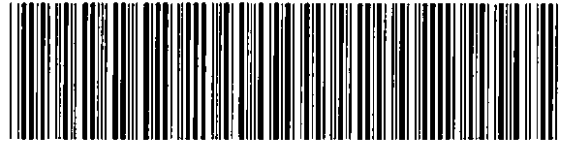
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COVER LETTER

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

SUBJECT: RISING WOMEN'S FUND, INC.
(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: SANTOS MORALES
Name (Printed or typed)

PO BOX 1298, 5128 STATE ROAD 674
Address

WIMAUMA, FL 33598
City, State & Zip

813-550-3565
Daytime Telephone number

SANTOS.MORALES@ENTERPRISINGLATINAS.ORG
E-mail address: (to be used for future annual report notification)

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

**ARTICLES OF INCORPORATION
OF
RISING WOMEN'S FUND, INC.**

a Florida Nonprofit Corporation, Pursuant to Chapter 617.0202, F.S., (*Not for Profit*)

ARTICLE I: NAME OF CORPORATION

The name of the Corporation (the "*Corporation*") is **RISING WOMEN'S FUND, INC.**

ARTICLE II: PRINCIPAL ADDRESS

The principal place of business and mailing address of the corporation are as follows:

- i. Principal Place of Business: 5128 State Road 674, Wimauma, FL 33598
- ii. Mailing Address: PO Box 1298, Wimauma, FL 33598

ARTICLE III: PUBLIC BENEFIT CORPORATION

The Corporation is a public benefit corporation created to support the *Publicly Supported Organization* as described in Article IV.

ARTICLE IV: PURPOSE

The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes within the meaning of Section 501(c)(3), 170(c)(2)(B), 2055(a)(2) and 2522(a)(2) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future United States Internal Revenue Law (the "*Code*").

The Corporation's activities shall be in furtherance of the purposes set forth in Section 509(a)(3)(A) of the Code; that is, the Corporation is organized and at all times shall be operated exclusively for the benefit of, to perform the functions of, and/or to carry out the purposes of ENTERPRISING LATINAS, INC., a Florida nonprofit corporation (hereinafter the "*Publicly Supported Organization*"), so long as the Publicly Supported Organization is exempt from federal income taxation under Section 501(a) of the Code and is described in Section 501(c)(3) of the Code and either Section 509(a)(1) or Section 509(a)(2) of the Code. Notwithstanding the foregoing, the Corporation may substitute an organization that is described in Section 501(c)(3), and Section 509(a)(1) or 509(a)(2), of the Code for the *Publicly Supported Organization*, as long as each such organization for which such substitution is made has the same purpose or purposes as the *Publicly*

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Supported Organization where the *Publicly Supported Organization* has substantially abandoned operations or dissolved.

The Corporation's purposes shall include but not be limited to providing educational, financial, and operational support to the *Publicly Supported Organization*. The Corporation shall not engage in activities which are not in furtherance of the Corporation's purposes as described in this Article and is not empowered to operate to support or benefit any organization or organizations other than the *Publicly Supported Organization(s)* named by the Board of Directors pursuant to the provisions of the Articles of Incorporation of the Corporation. To enable the Corporation to carry out such purposes, it shall have the power to do any and all lawful acts and to engage in any and all lawful activities, directly or indirectly, alone or in conjunction with others, not without the scope of this paragraph, which may be necessary, proper, or suitable for the attainment of any of the purposes for which the Corporation is organized.

The Corporation may pay over its income and principal to the *Publicly Supported Organization* or use its income and principal to carry on activities or programs which support or benefit the *Publicly Supported Organization*; may engage in fundraising activities for the *Publicly Supported Organization* or for its supporting programs; and, subject to the limitations set forth above, may receive and maintain a fund or funds of real or personal property or both, and subject to the restrictions and limitations hereinafter set forth, use and apply the whole or any part of the income therefrom and the principal thereof exclusively for the stated charitable purposes of the *Publicly Supported Organization*. The purposes set forth in the Articles of Incorporation or governing instruments of the *Publicly Supported Organization* from time to time are incorporated herein by reference as additional purposes of the Corporation, provided that nothing in these Articles of Incorporation or other governing instruments of the Corporation shall be construed as granting the Corporation powers or purposes broader than the powers and purposes of the *Publicly Supported Organization* from time to time specified or which would disqualify the Corporation as a supporting organization under Section 509(a)(3) of the Code.

The Corporation shall be operated, supervised or controlled by (within the meaning of Section 509(a)(3)(B) of the Code) the *Publicly Supported Organization*, and will not be controlled, directly or indirectly, by one or more other individuals or disqualified persons other than the *Publicly Supported Organization* and the Corporation managers, all within the meaning of Sections 509(a)(3) and 4946 (as to definition of disqualified persons) of the Code.

The *Publicly Supported Organization* shall have a substantial degree of direction over the conduct, policies, programs, and activities of the Corporation; the relationship shall be comparable to that of a parent and subsidiary when the subsidiary is under the direction of and accountable or responsible to the parent organization; and the directors of the Corporation shall be appointed or elected as set forth in the Bylaws of the Corporation.

ARTICLE IV: ACTIVITIES

The Corporation's activities shall be, specifically, to promote community development through serving, or providing investment capital for, "Low-Income Communities," as defined in Section 45D(e) of the Code and the Treasury Regulations thereunder ("LICs"), or low-income persons ("*Low-Income Persons*"). Such activities of the Corporation may include, but may not be limited to:

- (i) Investing in, lending to or providing technical assistance to businesses that are located in LICs and/or are owned by Low-Income Persons;
- (ii) Lending to Low-Income Persons or residents of LICs;
- (iii) Investing in or providing loans to support commercial and residential properties that are located in LICs; and
- (iv) Investing in, lending to or providing technical assistance to organizations such as Community Development Entities or Community Development Financial Institutions engaged in activities that promote community development in LICs or for the benefit of Low-Income Persons.

The Corporation intends to be certified as a Community Development Financial Institution ("*CDFI*") by the Community Development Financial Institution Fund ("*CDFI Fund*") at the U.S. Department of the Treasury. As a CDFI, the Corporation will serve as a non-governmental financial institution whose primary mission is to engage in community development within the Tampa Bay area, including, without limitation, Hillsborough County, Pasco County, Pinellas County, Manatee County, and Polk County (its "*Service Area*") and provide community development services in conjunction with its financing activities. As such, the Corporation shall maintain accountability to its Service Area as set forth in the Bylaws.

ARTICLE V: DURATION

The period of duration of the Corporation is perpetual.

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IN AND FOR THE COUNTY OF HILLSBOROUGH
FLORIDA

ARTICLE VI: REGISTERED AGENT

Name of Registered Agent: ENTERPRISING LATINAS, INC.

Person Signing on Behalf of the Registered Agent: Elizabeth Gutierrez, CEO

Address of the Registered Agent: 5128 State Road 674, Wimauma, FL 33598

Mailing Address of Registered Agent: PO Box 1298, Wimauma, FL 33598

ARTICLE VII: BOARD OF DIRECTORS

The affairs, assets and property of the Corporation shall be managed by its Board of Directors. The number of directors shall be set in accordance with the Bylaws of the Corporation. The names and addresses of the initial Board of Directors are as follows:

- i. Rocio Smith – 6901 Five Acre Road, Plant City, FL 33565
- ii. Lucila Puentes-Stewart – 16732 Trite Bend Street, Wimauma, FL 33598
- iii. Nathalie Quezada-Warren – 2806 Falling Leaves Drive, Valrico, FL 33596
- iv. Pastor Frierson – 403 Flanborough Trl, Unit A, Sun City Center, FL 33573
- v. Diane Tottrup – 305 Crystal Downs Ct. Sun City Center, FL 33573

ARTICLE VIII: PROHIBITED TRANSACTIONS

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, trustees, officers, or other private persons within the meaning of Section 501(c)(3) of the Code, 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 V hereof.

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, within the meaning of Section 501(c)(3) of the Code.

Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(a) of the Code by reason of description in Section 501(c)(3) of the Code, or (2) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

ARTICLE IX: NO PERSONAL LIABILITY FOR CORPORATE DEBTS

Neither the directors nor the members, if any, of the Corporation shall be individually or personally liable for the debts, liabilities, or obligations of the Corporation.

ARTICLE X: DISSOLUTION

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, distribute all of the assets of the Corporation to a *Publicly Supported Organization* organized and operated exclusively for charitable, educational, or scientific purposes as shall at the time qualify as an exempt organization or organizations by reason of description in Section 501(c)(3) of the Code and as a public charity or charities under either 509(a)(1) or 509(a)(2) of the Code. Any of 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 organization or organizations as said court shall determine, which are organized and operated exclusively for such purposes.

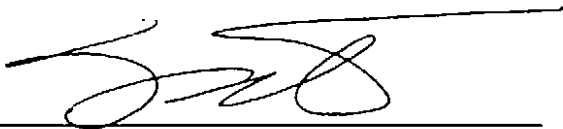
ARTICLE XI: INCORPORATOR

The name and address of the incorporator are as follows:

Name of Incorporator: Santos Morales

Address of Incorporator: 5128 State Road 674, Wimauma, FL 33598

Mailing Address of Incorporator: PO Box 1298, Wimauma, FL 33598



Required Signature of Incorporator

8/8/2023

Date

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.



Required Signature of Registered Agent

8/8/2023

Date