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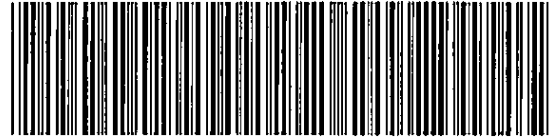
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## COVER LETTER

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

SUBJECT: Igniting Embers, 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: Tanya Goodwin  
Name (Printed or typed)

2609 N. Forest Ridge Blvd. PMBH213  
Address

Hernando, FL 34442  
City, State & Zip

(352) 228-1036  
Daytime Telephone number

fallingstare13@yahoo.com  
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 IGNITING EMBERS, INC.**

The undersigned, for the purpose of forming a nonprofit corporation under the Florida Not-For-Profit Corporation Act, Florida Statutes Chapter 617, makes and adopts the following articles of incorporation:

### **ARTICLE 1 - Name**

The name of the Corporation is as follows: IGNITING EMBERS, INC (hereinafter referred to as the "Corporation")

### **ARTICLE 2 - Address**

The address of the principal office of the Corporation is: 2609 N Forest Ridge Blvd, Hernando FL. 34442. PMB#213 The mailing address of the Corporation is: 2609 N Forest Ridge Blvd, FL. 34442. PMB#213

### **ARTICLE 3 - Initial Registered Office and Agent**

The street address of the initial registered office of the Corporation is: 2609 N Forest Ridge Blvd, Hernando FL. 34442. PMB #213. The name of its initial registered agent at that address is: Tanya S. Goodwin

### **ARTICLE 4 - Not For Profit**

The Corporation is a not-for-profit corporation under Chapter 617, Florida Statutes. The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of its directors or officers, except to the extent permissible under these articles, under law, and under 26 U.S.C.A. § 501 (c)(3) (referred to below as "code"). If the Corporation ever has members, no member shall have any vested right, interest, or privilege in or to the assets, income, or property of the Corporation, and no part of the income or assets of the Corporation shall be distributable to or for the benefit of its members, except to the extent permissible under these Articles, under law and under 26 U.S.C.A. § 501(c)(3).

### **ARTICLE 5 - Duration**

The duration of the Corporation is perpetual unless dissolved, according to Law.

## **ARTICLE 6 – Purposes**

The Corporation is organized and shall be operated exclusively for charitable, scientific, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law). The primary purpose of the Corporation is to provide specialized counseling services for women and girls, along with restorative residential services for young women who have been victims of sexual exploitation or abuse. In addition to these core services, the Corporation is dedicated to both the scientific study of and public education on issues related to human trafficking. This commitment includes conducting rigorous research, creating, and disseminating educational materials, and engaging in a variety of activities designed to raise awareness about human trafficking. The Corporation's approach integrates scientific inquiry with practical, educational outreach to comprehensively address this global issue. Furthermore, the Corporation may engage in other services as determined necessary by the board of directors, provided that such services align with and further the Corporation's charitable, educational, and scientific objectives.

## **ARTICLE 7 - Powers**

Solely for the above purposes, the Corporation shall have the following powers:

- A. To exercise all rights and powers conferred by the laws of the State of Florida on nonprofit corporations, including but not limited to those set forth in Florida Statutes Chapter 617 and the following powers: to acquire by bequest, devise, gift, grant, donation, contribution, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of the property and the income, principal and proceeds of the property.
- B. To engage in and transact any other lawful activity, solely in furtherance of the above purposes, for which nonprofit corporations may be incorporated under the Florida Not-For-Profit Corporation Act and any successor or amendment to the Florida Not-For-Profit Corporation Act.
- C. To do any other things as are incidental to the powers of the Corporation or necessary or desirable in order to accomplish the purposes of the Corporation.

#### **ARTICLE 8 - Limitation**

1. The Corporation will distribute its income for each tax year at such a time and in such a manner as not to become subject to the tax on undistributed income imposed by 26 U.S.C.A. § 4942, or the corresponding section of any future federal tax code.
2. The Corporation will not engage in any act of self-dealing as defined in 26 U.S.C.A. § 4941(d), or the corresponding section of any future federal tax code.
3. The Corporation will not retain any excess business holdings as defined in 26 U.S.C.A. § 4943(c), or the corresponding section of any future federal tax code.
4. The Corporation will not make any investments in such manner as to subject it to tax under 26 U.S.C.A. § 4944, or the corresponding section of any future federal tax code.
5. The Corporation will not make any taxable expenditures as defined in 26 U.S.C.A. § 4945(d), or the corresponding section of any future federal revenue code.
6. No part of the net earnings of the Corporation shall inure directly or indirectly to the benefit of or be distributable to its members (if the Corporation ever has any), directors, or officers, but 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 6 (Purposes) of these Articles.

#### **ARTICLE 9 - Tax Exempt Status**

It is intended that the Corporation shall have and continue to have the status of a corporation that is exempt from federal income taxation 26 U.S.C.A. § 501(a) as an organization described in 26 U.S.C.A. § 501(c)(3). These articles shall be construed accordingly, and all powers and activities of the Corporation shall be limited accordingly. The Corporation shall not carry on propaganda or otherwise attempt to influence legislation to such an extent as would result in the loss of exemption under 26 U.S.C.A. § 501(c)(3). All references in these articles to sections of the Internal Revenue Code shall be considered references to the Internal Revenue Code of 1986, as from time to time amended, and to the corresponding provisions of any similar law subsequently enacted.

#### **ARTICLE 10- Dissolution**

On the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, distribute all of the assets of the Corporation exclusively for charitable, scientific, or educational purposes in such manner and to such qualified organization or organizations as the board of directors shall determine. Any of

the assets not so distributed shall be distributed in accordance with the direction of any court having jurisdiction in the county in which the principal office of the Corporation is then located, exclusively for the above purposes of the Corporation or to a qualified organization or organizations as the court shall determine. For purposes of this article, an organization is a "qualified organization" only if, at the time of receiving the assets, it is operated exclusively for the purposes described in 26 U.S.C.A. § 170(c)(1) or 26 U.S.C.A. § 170(c)(2)(B) and is described in 26 U.S.C.A. § 509(a)(1), (2) or (3).

#### **ARTICLE 11- Initial Board of Directors**

There shall be a board of directors consisting of at least three individuals. The initial directors are elected by the incorporator. After that, each director shall be elected by a majority vote of the board of directors in the manner and at the times set forth in the bylaws. Any director may be removed by the affirmative vote of at least two-thirds of the board of directors.

The names and addresses of those persons who are to serve as initial directors are as follows:

#### **Address**

Tanya Goodwin	2609 N Forest Ridge Blvd Hernando, FL 34442. PMB#213
Shilah Goodwin	2609 N Forest Ridge Blvd Hernando, FL. 34442. PMB#213
Ashley Andrews	612 W Main Ave Gastonia, NC. 28052

#### **ARTICLE 12 - Officers**

The officers of the corporation may consist of a president, one or more vice presidents, a secretary, a treasurer, and any other officers and assistant officers as may be provided for in the bylaws or by resolution of the board of directors. Each officer shall be elected by majority vote of the board of directors (and may be removed by majority vote of the board of directors) at such a

**ARTICLE 13 - Incorporator**

The name and street address of the sole incorporator is Tanya Goodwin, 2609 N Forest Ridge Blvd, Hernando FL. 34442. Suite #213

**ARTICLE 14 - Bylaws**

The bylaws of the Corporation are to be made and adopted by the board of directors and may be altered, amended, or rescinded by the board of directors.

**ARTICLE 15 - Amendment**

The Corporation reserves the right to amend or repeal any provision contained in these articles of incorporation or any amendment to them.

**ARTICLE 16- Indemnification and Civil Liability Immunity**

The Corporation shall indemnify each director and officer, including former directors and officers, to the fullest extent allowed by law, including but not limited to Florida Statutes Chapter 617. It is intended that the Corporation be an organization the officers and directors of which are immune from civil liability to the extent provided under Florida Statutes Chapter 617 and other similar laws.

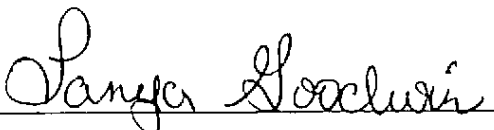
**Article 17 - Commencement of Corporate Existence**

The date when corporate existence shall commence is the date of filing of these articles of incorporation with the Florida Department of State.

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.

The undersigned incorporator has signed these articles of incorporation on

11-20-2023



Tanya Goodwin

**CERTIFICATE OF DESIGNATION AND ACCEPTANCE BY REGISTERED AGENT**

Pursuant to the provisions of Fla. Stat. § 617.0501, the undersigned corporation organized under the not-for-profit corporation laws of the State of Florida submits the following statement in designating the registered office and registered agent of the Corporation in the State of Florida:

1. Name of the Corporation:

IGNITING EMBERS, INC.

2. Name and address of the registered agent and office:

Tanya Goodwin  
2609 N Forest Ridge Blvd  
Hernando, FL. 34442. PMB#213

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated Corporation at the place designated in this statement, 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 a registered agent.

Dated: 11-20-2023

Tanya Goodwin

Tanya Goodwin



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##### **Address**

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2609 N Forest Ridge Blvd  
Hernando, Fl. 34442. PMB#213

Shilah Goodwin

2609 N Forest Ridge Blvd  
Hernando, FL. 34442. PMB#213

Ashley Andrews

612 W Main Ave  
Gastonia, NC. 28052

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**ARTICLE 13 - Incorporator**

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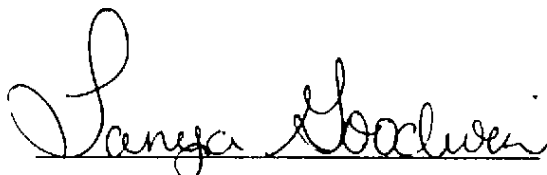
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I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third-degree felony as provided for in s.817.155,F.S.

The undersigned incorporator has signed these articles of incorporation on

11-20-2023

A handwritten signature in cursive script, appearing to read "Tanya Goodwin", is written over a horizontal line.

Tanya Goodwin

**CERTIFICATE OF DESIGNATION AND ACCEPTANCE BY REGISTERED AGENT**

Pursuant to the provisions of Fla. Stat. § 617.0501, the undersigned corporation organized under the not-for-profit corporation laws of the State of Florida submits the following statement in designating the registered office and registered agent of the Corporation in the State of Florida:

1. Name of the Corporation:

IGNITING EMBERS, INC.

2. Name and address of the registered agent and office:

Tanya Goodwin  
2609 N Forest Ridge Blvd  
Hernando, FL. 34442. PMB#213

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated Corporation at the place designated in this statement, 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 a registered agent.

Dated: 11-20-2023

Tanya Goodwin

Tanya Goodwin