

N 23000015099

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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
THE CREATING SPACE COLLABORATIVE, INC.**

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The Creating Space Collaborative, Inc.

Amended and Restated Articles of Incorporation

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION****OF****THE CREATING SPACE COLLABORATIVE, INC.
A FLORIDA NON-PROFIT CORPORATION**

The undersigned, being Director of The Creating Space Collaborative, Inc., a Florida non-profit corporation, and desiring to amend and restate its Articles of Incorporation, does hereby certify:

First: The Articles of Incorporation were filed with the Secretary of State of Florida on December 18, 2023, Document No. N23000015099.

Second: These Amended and Restated Articles of Incorporation, which supersede original Articles of Incorporation and all amendments to them, were adopted by all of the directors of the Corporation. To effect the foregoing, the text of the Articles of Incorporation is hereby restated and amended s herein set forth in full:

Third: The amendment(s) was/were adopted by the board of members.

The undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of State of Florida, do hereby certify:

**ARTICLE I.
NAME****1.1 Name**

The name of this corporation shall be The Creating Space Collaborative, Inc. (hereinafter referred to as the "Corporation").

**ARTICLE II.
DURATION****2.1 Duration**

The period of duration of the corporation is perpetual. The corporate existence will commence on the filing of these articles by the Department of State.

**ARTICLE III.
PURPOSE****3.1 Purpose**

The Creating Space Collaborative, Inc. is a non-profit corporation and shall operate exclusively for educational and charitable purposes within the meaning of Section 501 (c)(3) of the Internal

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Revenue Code, or the corresponding section of any future Federal tax code. The purpose of the corporation is to create accessible educational materials on business development, leadership, and management for underserved communities. The Corporation will provide business mentorship and coaching services staffed by volunteer mentors, the organization will host workshops centered on educational and leadership development. These initiatives are finely tuned to empower women in underrepresented populations, embodying the corporation's dedication to fostering growth, skills, and empowerment in marginalized communities by providing free of charge consulting and coaching.

3.2 Non-Profit

The Creating Space Collaborative, Inc. is designated as a non-profit corporation.

ARTICLE IV. BYLAWS

The corporation is a not for profit corporation. The by-laws of the Corporation are to be made and adopted by, and may be altered, amended or rescinded by the board of directors of the Corporation.

ARTICLE V. NON-PROFIT NATURE

5.1 Non-profit Nature

The Creating Space Collaborative, Inc. is organized exclusively for charitable and educational 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 corresponding section of any future federal tax code. No part of the net earnings of The Creating Space Collaborative, Inc. inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, 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 the purpose clause hereof.

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

The Creating Space Collaborative, Inc. 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 educational and charitable 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.

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5.2 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of The Creating Space Collaborative, Inc. 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.

5.3 Dissolution

Upon termination or dissolution of the The Creating Space Collaborative, Inc., any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of the The Creating Space Collaborative, Inc. hereunder shall be selected by the discretion of a majority of the managing body of the The Creating Space Collaborative, Inc. and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the The Creating Space Collaborative, Inc. by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Florida.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Florida to be added to the general fund.

5.4 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 3.1.

5.5 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.

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5.6 Prohibited Activities

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (I) 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 (II) 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 VI.
BOARD OF DIRECTORS

6.1 Governance

The Creating Space Collaborative, Inc. shall be governed by its board of directors.

6.2 Initial Directors

The Management of the Corporation shall be vested in a board of directors of not less than three (3) directors, each of whom must be an officer, director, employee, shareholder, partner, or member of the Corporation. The board of directors will be elected, maintained, and appointed in accordance with the Corporation's by-laws.

The officers of the corporation shall be a president, a secretary, and a treasurer and may include other officers as may be authorized by the bylaws and elected by the directors from time to time. The officers shall be elected by the board of directors in accordance with the bylaws of the corporation.

The initial directors of the corporation shall be:

Natalie Rosado	Director	12610 Henderson Road, Suite #4, Tampa, FL 33625
Mandy Carr	Director	12610 Henderson Road, Suite #4, Tampa, FL 33625
Megan Washington	Director	12610 Henderson Road, Suite #4, Tampa, FL 33625
Jennifer Friedman	Director	12610 Henderson Road, Suite #4, Tampa, FL 33625

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Julia Shepherd

Director

12610 Henderson Road,
Suite #4,
Tampa, FL 33625

Stephany Villa

Director

12610 Henderson Road,
Suite #4,
Tampa, FL 33625**6.3 Indemnification**

The corporation shall indemnify any directors, officers, employers, incorporators, and members of the corporation from any liability regarding the corporation and the affairs of the corporation, unless the person fraudulently and intentionally violated the law and/or malicious conduct acts to damage and/or defraud the corporation, or as otherwise provided under the applicable statute.

ARTICLE VII.
Meetings

After incorporation, the appropriate members of the Corporation shall hold an organizational meeting in accordance with Chapter 617, Florida Statutes, as amended. The board of directors of the Corporation may participate in a regular or special meeting by, or conduct the meeting through, the use of any means of communication which allows all directors participating to simultaneously hear one another. A director participating in such meeting is deemed present at the meeting. In the alternative, the board of directors may take action through signed e-mail communications in accordance with the by-laws of the corporation.

ARTICLE VIII.
MEMBERSHIP**8.1 Membership**

The Creating Space Collaborative, Inc. shall have members whose rights and obligations shall be defined in the defined in the corporation's bylaws.

ARTICLE IX.
AMENDMENTS**9.1 Amendments**

Any amendment to the Articles of Incorporation may be adopted by the board of directors in accordance with the corporation's by-laws.

ARTICLE X.
ADDRESSES OF THE CORPORATION**10.1 Corporate Address**

The principal and mailing address of the corporation is:

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12610 Henderson Road,
Suite #4,
Tampa, FL 33625

ARTICLE XI.
APPOINTMENT OF REGISTERED AGENT

11.01 Registered Agent

The registered agent of the corporation shall be:

FLP RA Services LLC
360 Central Avenue
Suite 800
Saint Petersburg, FL 33701

Having been appointed the Registered Agent of The Creating Space Collaborative, Inc., and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment 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.

I, FLP RA Services LLC, agree to be the registered agent for The Creating Space Collaborative, Inc. as appointed herein.

Vishva S Nandu
FLP RA Services LLC, Registered Agent

Date: March 7, 2024

ARTICLE XII.
INCORPORATOR

The incorporators of the corporation are as follow:

Natalie Rosado
12610 Henderson Road,
Suite #4,
Tampa, FL 33625

IN WITNESS WHEREOF, I, the undersigned, have subscribed our names on this March 7, 2024 and constitute a complete copy of Articles of Incorporation of the The Creating Space Collaborative, Inc.

Natalie Rosado
Natalie Rosado, Incorporator

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