

N24000004064

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

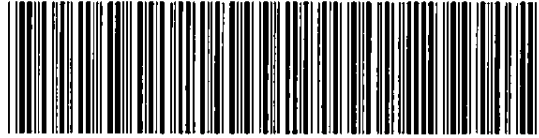
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



200425580882

03/12/24--01006 -004 **78.75

**ARTICLES OF INCORPORATION
OF
Holden Mamas Birthing and Support Services Inc**

20778 NW 41st Avenue Road
Miami Gardens, FL 33055
305-903-2228

March 8, 2024

Department of State
Division of Corporations
P.O. Box 6397
Tallahassee, Florida
32314

**SUBJECT: ARTICLES OF INCORPORATION APPLICATION FOR
HOLDEN MAMAS BIRTHING AND SUPPORT SERVICES INC**

Dear Sir/Madam:

Attached are one original and one copy of the Articles of Incorporation for Holden Mamas Birthing and Support Services Inc.

Included is an original and one (1) copy of the Articles of Incorporation and a check in the amount of \$78.75 for filing fee and Certified Copy fee.

Hoping that this application complies with all filing requirements.

Sincerely,



Queen Holden
President and Registered Agent
20778 NW 41st Avenue Road
Miami Gardens, FL 33055
305-903-2228

cc: Lekeshia Bush, Secretary, Santeala Young, Treasurer

ARTICLES OF INCORPORATION
OF
Holden Mamas Birthing and Support Services Inc

20778 NW 41st Avenue Road
Miami Gardens, FL 33055
305-903-2228

(Florida not-for-profit corporation)

The undersigned, acting as the incorporators of Holden Mamas Birthing and Support Services Inc., a not-for-profit corporation under the Florida Not For Profit Corporation Act, as set forth in Chapter 617, Florida Statutes, (hereinafter referred to as the “Corporation”) and as President of the Corporation, by virtue of the authority granted in Resolution 2024 approved by a majority of the Corporation’s Board of Directors at its January 15, 2024, meeting, hereby adopt the following Articles of Incorporation for the Corporation:

ARTICLE I: NAME

The name of the Corporation shall be Holden Mamas Birthing and Support Services Inc., hereinafter referred to as the “Corporation.”

ARTICLE II: OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of the Corporation is: 20778 NW 41st Avenue Road, Miami Gardens, FL 33055.

ARTICLES OF INCORPORATION
OF
Holden Mamas Birthing and Support Services Inc

20778 NW 41st Avenue Road
Miami Gardens, FL 33055
305-903-2228

ARTICLE III: PURPOSES

The Corporation is organized and operated exclusively for religious, charitable, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or any future corresponding provision of any future United States Internal Revenue Law; or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended, or any future corresponding provision of any future United States Internal Revenue Law.

The primary purpose of this organization is to provide prenatal and post-partum care, doula coaching during birth, housing assistance and social services, nutritional and lactation education, HIV/AIDS and substance abuse prevention education and support, mentoring, health care prevention education, and services to the pregnant and post-partum individuals, children and families.

ARTICLE IV: RESTRICTIONS ON ACTIVITIES

No substantial part of the activities of this corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, nor shall this corporation participate in, or intervene in, any political campaign or candidacy for public office.

ARTICLES OF INCORPORATION
OF
Holden Mamas Birthing and Support Services Inc
20778 NW 41st Avenue Road
Miami Gardens, FL 33055
305-903-2228

ARTICLE V: REGISTERED OFFICE AND AGENT
INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent is:

Queen Holden
20778 NW 41st Avenue Road, Miami Gardens, FL 33055
305-903-2228

Having been named as the registered agent and to accept service of process for the above stated 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.

The Corporation's registered office shall be:
20778 NW 41st Avenue Road, Miami Gardens, FL 33055

Queen Holden shall be the registered agent of the Corporation at this address.



QUEEN HOLDEN – REGISTERED AGENT

ARTICLES OF INCORPORATION
OF
Holden Mamas Birthing and Support Services Inc

20778 NW 41st Avenue Road
Miami Gardens, FL 33055
305-903-2228

ARTICLE VI

The name and address of the incorporator is:

NAME	ADDRESS	PHONE NUMBER
QUEEN HOLDEN Sign: <u>Queen Holden</u>	20778 NW 41 st Avenue Road, Miami Gardens, FL 33055	305-903-2228

ARTICLES OF INCORPORATION
OF
Holden Mamas Birthing and Support Services Inc

20778 NW 41st Avenue Road
Miami Gardens, FL 33055
305-903-2228

ARTICLE VII: BOARD OF DIRECTORS

The Board of Directors shall consist of three (3) people. The number may be increased or decreased from time to time by an amendment to the Corporation By-Laws. However, there shall never be less than three (3) people on the Board of Directors. All members of the Board of Directors shall be selected as provided for in the Corporation By-Laws. No member of the Board of Directors will be entitled to or shall receive any compensation for participation on the board. Board members will be required to agree to all Conflict-of-Interest guidelines established by the corporation and noted in the By-laws.

The Board of Directors consists of:

Queen Holden, President
20778 NW 41st Avenue Road
Miami Gardens, FL 33055

Santeala Young, Treasurer
1241 Owen Circle
Sugar Hill, Ga 30518

Lekeshia Bush, Secretary
936 NW 204th St
Miami Gardens, FL 33169

ARTICLES OF INCORPORATION
OF
Holden Mamas Birthing and Support Services Inc
20778 NW 41st Avenue Road
Miami Gardens, FL 33055
305-903-2228

ARTICLE VIII: OFFICERS

The officers of the Corporation shall be a President, Secretary and Treasurer, and such other officers as may be provided by the By-Laws. No member of the Board of Directors will be entitled to or shall receive any compensation for participation on the board. Board members will be required to agree to all Conflict-of-Interest guidelines established by the corporation and noted in the By-Laws.

ARTICLE IX: AMENDMENTS

These Articles of Incorporation may be amended at any regular or special meetings of the Board of Directors by a majority vote of those present, provided that notice of the intent to submit amendments shall have been given as provided by the By-Laws.

ARTICLE X: DISTRIBUTION OF ASSETS UPON DISSOLUTION

The property of the Corporation is irrevocably dedicated to charitable and educational purposes and no part of the net income or assets of the Corporation shall ever inure to the benefit of any director, officer, or member thereof or to the benefit of any private person. Upon dissolution or winding up of the Corporation its assets remaining after payment or provision for payment of all debts and liabilities of the Corporation shall be distributed to a not-for-profit fund, foundation or corporation which is organized and operated exclusively for charitable and educational purposes, and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.

ARTICLES OF INCORPORATION
OF
Holden Mamas Birthing and Support Services Inc
20778 NW 41st Avenue Road
Miami Gardens, FL 33055
305-903-2228

ARTICLE XI: CONFLICT OF INTEREST

1. No member of the Board of Directors shall derive any personal profit or gain for themselves, their relatives, or friends, directly or indirectly by reason of his or her participation within the corporation, except by agreed to by three quarters of the board vote.
2. Each member must disclose any personal interest that he or she may have in any matter pending before the board and shall refrain from any discussion on that matter. A conflicting board member will not be counted in quorum in matters where there is a conflict of interest.
3. Each board member must submit an annual statement and must agree to these general principles and disclose any potential conflict.

ARTICLE XII: MEMBERSHIP

The corporation shall be non-membership.