

24000007084

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(Business Entity Name)

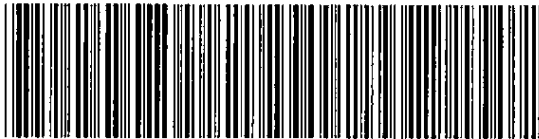
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TALLAHASSEE, FL
OFFICE OF STATE



CSC - Tallahassee
1201 Hays Street
Tallahassee, FL 32301-2607
850-558-1500, Ext:

To: Department Of State, Division Of Corporations

From: Amanda Miller

Ext:

Date: 06/12/24

Order #: 1529403-1

Re: Give Ventures, Inc.

Processing Method: Routine

TO WHOM IT MAY CONCERN:

Enclosed please find:

Certificate of Formation/Incorporation

Amount to be deducted from our State Account: \$70.00 - FL State Account Number:

I20000000195

AUTH

Please take the following action:

File in your office on basis

Issue Proof of Filing

Special Instructions:

Thank you for your assistance in this matter. If there are any problems or questions with this filing, please call our office.

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SECRETARY OF STATE
TALLAHASSEE, FL

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**ARTICLES OF INCORPORATION
OF
GIVE VENTURES, INC.
In compliance with Chapter 617 of the Florida Statutes**

Article I. The name of the corporation is Give Ventures, Inc. (the "Corporation").

Article II. The address of its principal office and mailing address in the State of Florida is 13540 Via Roma Circle, Clermont, Florida 34711.

Article III. The Corporation is organized exclusively for charitable, educational, and scientific purposes, including, for such purposes, the making of distributions to organization that qualify as exempt organizations described under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (hereinafter, the "Code"), or corresponding section of any future federal tax code. The specific purposes of the Corporation are to (a) to enable prosperity and impart kingdom values by empowering nations of entrepreneurs to build sustainable businesses, and (b) undertake such other activities which its Board of Directors may from time to time approve.

Article IV. No part of the net earnings of the corporation shall 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 Article Third 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. Notwithstanding any other provision of these articles, the corporation shall not carry on any other 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. Upon the dissolution of the corporation, assets shall be distributed 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. This Corporation shall have no members.

Article VII. The Board of Directors shall be elected at an annual meeting in accordance with the bylaws of the Corporation.

Article VIII. The name and Florida street address of the initial Registered Agent of the corporation is:

<u>Name</u>	<u>Street Address</u>
Matthew Holguin	13540 Via Roma Circle Clermont, Florida 34711

Article IX. The name and mailing address of the sole incorporator is as follows:

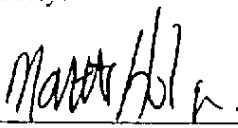
<u>Name</u>	<u>Mailing Address</u>
Matthew Holguin	13540 Via Roma Circle Clermont, Florida 34711

~~Article X. The Corporation shall indemnify and advance expenses to its directors to the~~
fullest extent permitted by law. Without limiting the foregoing, the Corporation shall indemnify its directors against liability to any person for any action taken, or any failure to take any action, as a director, except liability of a sort for which indemnification is not permitted by Section 617.0831 of the Florida Not For Profit Corporation Act; provided, however, that the Corporation's duty to so indemnify shall extend to an indemnitee in connection with a proceeding initiated by such indemnitee only if such proceeding was authorized by the board of directors of the Corporation. In addition, the Corporation may indemnify and advance expenses to officers, employees and agents of the Corporation who are not directors to the same extent as directors, and may further indemnify such officers, employees and agents to the extent provided by the specific action of the Corporation and permitted by law. The Corporation may also procure insurance providing greater indemnification as provided by law.

Article XI. The Corporation eliminates the personal liability of each member of the Board of Directors to the Corporation for monetary damages for breach of fiduciary duty as a Director, provided that the foregoing shall not eliminate the liability of a Director (i) for any breach of such Director's duty of loyalty to the Corporation, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) for any transaction from which such Director derived an improper personal benefit, or (iv) as provided in Section 617.0834 of the Florida Not For Profit Corporation Act.

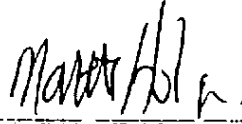
Article XII. The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Name: Matthew Holguin
Registered Agent

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.



Name: Matthew Holguin
Sole Incorporator

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TALLAHASSEE, FL

CSC FIN-54077