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### Florida Department of State

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# FLORIDA PROFIT/NON PROFIT CORPORATION

Bloom Together Collective Inc.

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#### ARTICLES OF INCORPORATION

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## BLOOM TOGETHER COLLECTIVE INC. a Florida Not-For-Profit Corporation

The undersigned acting as Incorporator of a Not for Profit Corporation and in accordance with the provisions of the Florida Not for Profit Corporation Act (Chapter 617, Florida Statutes) (the "Act"), adopts the following Articles of Incorporation for such Corporation:

#### **ARTICLE I - NAME**

The name of this Corporation is **BLOOM TOGETHER COLLECTIVE INC**. (the "Corporation").

#### ARTICLE II - OFFICE

The principal office and mailing address of the Corporation shall be 10470 SW 109 Street, Miami, Florida 33176.

#### <u>ARTICLE III – PURPOSE</u>

- A. The Corporation is organized exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), or the corresponding provisions of any future federal tax laws.
- B. Without in any way limiting the foregoing general purposes, the specific purpose for which this Corporation is formed is for religious, charitable, scientific, literary and educational purposes
- C. 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 any political campaign (including the publication or distribution of statements) on behalf of any candidate for public office.
- D. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Code or by an organization contributions to which are deductible under Section 170(c)(2) of the Code.

#### **ARTICLE IV - DURATION**

The Corporation shall exist perpetually until dissolved by due process of law.

#### ARTICLE V - MEMBERSHIP

The Corporation shall have no members. Any action that would otherwise require the approval of the members shall only require approval by the Board.

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#### ARTICLE VI - MANAGEMENT OF CORPORATE AFFAIRS

- A. The business and affairs of the Corporation shall be managed by a Board of Directors.
- B. The names and address of the member of the initial Board of Directors of this Corporation who shall hold office until the First Meeting of the Members, and thereafter until their successor is elected and qualified, is as follows:

Ashley Blanco 10470 SW 109 Street, Miami, Florida 33176

- C. The number of Directors may be changed from time to time as provided in the Bylaws.
  - D. Directors shall be elected, removed and hold office as provided in the Bylaws.
- E. The Board of Directors may appoint officers as provided in the Bylaws of the Corporation.

#### **ARTICLE VII - DISTRIBUTION OF ASSETS**

Upon the 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 such organization or organizations organized and operating exclusively for charitable, educational, religious or scientific purposes, which, at the time of such disposition, qualify as an exempt organization or organizations under Sections 501(c)(3) and 170(c)(2) of the Code or corresponding provisions of any prior or future Code or to the federal, state or local government exclusively for public purposes.

#### ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator of this Corporation is:

Ashley Blanco 10470 SW 109 Street, Miami, Florida 33176

#### ARTICLE IX - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of the Corporation are:

CORPORATION COMPANY OF MIAMI 200 S. Biscayne Blvd. Suite 4100 (DAP) Miami, Florida 33131 9/17/2024 4:28 PM FROM: 3053819982 TO: +18506176381 P. 4

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IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 17 day of September 2024.

INCORPORATOR:



#### REGISTERED AGENT ACCEPTANCE

Having been named to accept service of process for the above-stated corporation at the address designated in the Articles of Incorporation, the undersigned corporation hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties and is familiar with and accepts the obligations of its position as registered agent, as provided for in Chapter 607. Florida Statutes.

Date: September 17 , 2024.

CORPORATION COMPANY OF MIAMI, a Florida corporation

Name: Alfred G. Smith

Title: President