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**FLORIDA PROFIT/NON PROFIT CORPORATION  
 AMERICAN INCOME PROSPERITY CORPORATION**

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**ARTICLES OF INCORPORATION  
OF  
AMERICAN INCOME PROSPERITY CORPORATION**

The undersigned, acting as the Incorporator of **AMERICAN INCOME PROSPERITY CORPORATION**, under Chapter 617 of the Florida Statutes, submits the following Articles of Incorporation.

**ARTICLE I**  
**NAME**

The name of the Corporation is **AMERICAN INCOME PROSPERITY CORPORATION** (the "Corporation").

**ARTICLE II**  
**INITIAL PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS**

The Corporation's initial principal place of business and mailing address shall be:

201 South Biscayne Boulevard  
Suite 800  
Miami, Florida 33131

The Board of Directors may from time to time move the principal place of business and mailing address office of the Corporation to any other addresses in the State of Florida.

**ARTICLE III**  
**DURATION AND COMMENCEMENT OF EXISTENCE**

The Corporation shall have perpetual existence, commencing with the filing of these Articles of Incorporation with the Florida Department of State.

**ARTICLE IV**  
**PURPOSES**

The purposes for which the Corporation is formed are exclusively to promote social welfare of the community within the meaning of Section 501(c)(4) of the U.S. Internal Revenue Code<sup>1</sup> of 1986, as amended (the Code) and any rulings or regulations thereunder, or the corresponding provisions of any future internal revenue law of the United States of America (the "Revenue Laws").

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<sup>1</sup> Unless otherwise noted, all references are to the Internal Revenue Code of 1986, as amended, Title 26 of the United States Code ("Code"), including corresponding provisions of any subsequent federal tax laws and the regulations promulgated thereunder as they now exist or as they may hereafter be amended.

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ARTICLE V  
POWERS

The Corporation shall have the power, either directly or indirectly, either alone or in conjunction or in cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, desirable, suitable or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which the Corporation is organized, and to aid or assist other organizations whose activities are such as to further accomplish, foster or attain any of such purposes.

ARTICLE VI  
MEMBERSHIP

The Corporation shall have no members.

ARTICLE VII  
DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors, members of which shall be elected in accordance with Bylaws adopted for the Corporation. The number of members of the Board of Directors shall be fixed as set forth in Bylaws adopted for the Corporation; provided, however, the Corporation shall never have less than three (3) members of the Board of Directors. The names and addresses of the initial Board of Directors, consisting of those persons (but not less than three (3)) who shall serve until their successors have been duly elected and qualified, are:

Betty Hicks  
201 South Biscayne Boulevard  
Suite 800  
Miami, Florida 33131

Fiorella Zoppi  
201 South Biscayne Boulevard  
Suite 800  
Miami, Florida 33131

Steven H. Hagen  
201 South Biscayne Boulevard  
Suite 800  
Miami, Florida 33131

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ARTICLE VIII  
OFFICERS

The officers of the Corporation shall be a President, Secretary and Treasurer, and such other officers as may be provided by Bylaws adopted for the Corporation. Officers shall be elected by the Board of Directors in the manner set forth in Bylaws adopted for the Corporation. The names and addresses of the initial officers are:

Name and address	Office
Betty Hicks 201 South Biscayne Boulevard Suite 800 Miami, Florida 33131	President, Treasurer
Fiorella Zoppi 201 South Biscayne Boulevard Suite 800 Miami, Florida 33131	Vice-President, Secretary
Steven H. Hagen 201 South Biscayne Boulevard Suite 800 Miami, Florida 33131	Assistant Secretary

ARTICLE IX  
BYLAWS

The Board of Directors shall provide such Bylaws for the conduct of the Corporation's business and for the carrying out of the Corporation's purposes as the Board of Directors may deem necessary from time to time.

ARTICLE X  
AMENDMENTS

Amendments to these Articles of Incorporation shall be proposed by resolution of the Board of Directors or by the officers of the Corporation and shall be approved by the Board of Directors by a majority vote of a quorum present at a meeting duly called in accordance with Bylaws adopted for the Corporation.

ARTICLE XI  
LIMITATIONS ON ACTIONS

All of the assets and earnings of the Corporation shall be used exclusively for the exempt purposes hereinabove set forth, including the payment of expenses incidental thereto. No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to any members, trustees, officers or, directors except that the Corporation

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shall be authorized and empowered to pay reasonable compensation for services rendered and to make distributions and payments in furtherance of the purposes set forth above. The Corporation shall not participate in or interfere or intervene with (including the publication or distribution of statements regarding) any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE XII  
DISSOLUTION

Upon dissolution of the Corporation, all of its assets remaining after payment of or provision for all liabilities of the including costs and expenses of such dissolution shall be utilized exclusively for the exempt purposes of the Corporation as shall be selected by the last Board of Directors of the Corporation. None of the assets will be distributed to any member, trustee, officer or director of the Corporation or any other private person. Any such assets not so disposed of shall be disposed of by the court of common pleas 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 XIII  
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 201 South Biscayne Boulevard, Suite 800, Miami, Florida 33131, and the name of the initial registered agent at such address is LAW CENTER OF FLORIDA, INC.

IN WITNESS WHEREOF, the undersigned incorporator executed these Articles of Incorporation this 4<sup>th</sup> day of March, 2025.

  
Steven H. Hagen

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ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

That **AMERICAN INCOME PROSPERITY CORPORATION**, desiring to organize under the laws of the State of Florida, has named **LAW CENTER OF FLORIDA, INC.** as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above-referenced Corporation at 201 South Biscayne Boulevard, Suite 800, Miami, Florida 33131, the undersigned hereby agrees to act in this capacity, agrees to comply with the provisions of all statutes relative to the proper and complete performance of the duties of a registered agent, and accepts the duties and obligations of Section 617.0503, Florida Statutes.

Dated this 4<sup>th</sup> day of March, 2025.

LAW CENTER OF FLORIDA, INC.

By: 

Name: Steven H. Flagen

Title: Vice President

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