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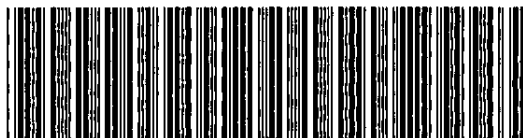
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FILED
15 MAY -7 AM 11:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

5-1-15

COVER LETTER

Department of State
New Filing Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: MORINGA INSTITUTE, INC.
(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00 ☐ \$78.75
Filing Fee Filing Fee
 & Certificate of Status

<input type="checkbox"/> \$78.75 Filing Fee & Certified Copy	<input checked="" type="checkbox"/> \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED	

FROM: Ileus GERVELUS
Name (Printed or typed)
2554 CANTERBURY DR N
Address
WEST PALM BEACH, FL 33407
City, State & Zip
(561) 255-3003
Daytime Telephone number
E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION
OF MORINGA INSTITUTE, INC.**

FILED
15 MAY -7 AM 11:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of incorporation are natural persons competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

ARTICLE I

EFFECTIVE DATE

5/1/18

NAME

The name of this corporation shall be MORINGA INSTITUTE, INC.

**ARTICLE II
DURATION**

MORINGA INSTITUTE, INC shall have a perpetual existence

**ARTICLE III
REGISTERED AGENT**

The name and address of the initial Registered Agent is: Ileus GERVELUS. 2554 CANTERBURY DR. N. WEST PALM BEACH, FL 33407. Having been named as registered agent to accept service of process for MORINGA INSTITUTE, INC. The registered Agent is familiar with and accepts the duties and responsibilities as the Registered Agent.

ARTICLE IV

REGISTERED AGENT MAILING ADDRESS

The mailing address of the REGISTERED AGENT shall be 2554 CANTERBURY DR. N. WEST PALM BEACH, FL 33407.

ARTICLE V PURPOSES

MORINGA INSTITUTE, INC. is organized to engage in any activity or business permitted under the laws of the United States and of Florida. This corporation shall IDENTIFY MEDICAL PLANTS OF THE BIBLE in nature and conduct programs and activities that preserve biblical medicinal plants, sponsor research and promotions to develop MORINGA INSTITUTE, INC. To help and develop knowledge of biblical plants in nature, but not limited to the USA. MORINGA INSTITUTE, INC. is a global initiative that aims to preserve biblical plants in Haiti and in the world.

ARTICLE VI MANNER OF ELECTION

The manner in which the directors are elected and appointed is by two third (2/3) vote of the board of directors as indicated in the by-laws of Moringa Institute, Inc.

VII INITIAL OFFICERS AND DIRECTORS

The names and Street addresses of the officers and directors who are to manage all of the affairs of MORINGA INSTITUTE, INC., until the first annual meeting are:

Title: PRA

1. Ileus GERVELUS. 2554 CANTERBURY DR. N. WEST PALM BEACH, FL 33407.

Title: VPTS

2. Roland EXUME. 2554 CANTERBURY DR. N. WEST PALM BEACH, FL 33407

Title: D

3. Antenor LORMEUS. 2554 CANTERBURY DR. N. WEST PALM BEACH, FL 33407

Title: D

4. Oreus DEDILES, Director, 2554 CANTERBURY DR. N. WEST PALM BEACH, FL 33407

VIII CAPITALIZATION AND DISSOLUTION

1. The maximum number of shares that this Corporation is authorized to have outstanding at any time is TEN THOUSAND (10,000) shares of common stock, each having the par value of ONE CENT (\$.01).
2. All holders of shares of common stock shall be identical with each other in every respect and the holders of common shares shall be entitled to have unlimited voting rights on all shares and be entitled to one vote for each share on all matters on which Shareholders have the right to vote.
3. All shareholders of shares of common stock, upon dissolution of the Corporation, shall be entitled to receive the net assets of the Corporation.
4. No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Directors may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Directors may deem advisable in connection with such issuance.
5. The Board of Directors of Moringa Institute, Inc. may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Directors may deem advisable, subject to such restrictions or limitations, if any, as may be set forth by the by-laws of the Corporation.
6. The Board of Directors of Moringa Institute, Inc. may, by Restated Articles of Incorporation, classify, or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.
7. All of the shares of stock of Moringa Institute, Inc. may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the rights of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders' Restrictive Agreement, if any, is on file at the principal office of the Corporation.

ARTICLE IX CORPORATE POWERS

In addition to all other corporate powers provided by law and in furtherance of the objectives described in Art. III, but not in limitation thereof, MORINGA INSTITUTE, INC. shall have the power to:

1. Have succession by its corporate name for the period set forth in its Articles of Incorporation. Elect and appoint such officers and agents as its affairs shall require and allow them reasonable compensation;
2. Adopt, change, amend and repeal bylaws, not consistent with law or its articles of incorporation; and the exercise of its corporate powers;
3. Conduct its affairs, carry out on its operations, and have offices and exercise the power granted by Florida law in any state, territory, district or possession of the United States or any foreign country;
4. Acquire, enjoy, utilize and dispose of patents, copyrights and trademarks and any licenses and other rights or interests thereunder or therein;
5. Sell, convey, mortgage, pledge, exchange, transfer or otherwise dispose of all or any part of its property and assets, lend, subscribe for, or otherwise acquire, receive, employ, shares and other interests in, or obligation of, other domestic or foreign corporations, whether for profit or not for profit, associations, partnerships or individuals, or direct or indirect obligations of the United States, or any government, state, territory, or of any instrumentality thereof;
6. Make donations for the public, or for religious, charitable, scientific, educational or other similar purposes;
7. Have and exercise all powers necessary or convenient to effect any or all of the purposes for which the Corporation is organized; and
8. Merge and consolidate with other not for profit corporations, domestic or foreign, provided that the surviving corporation is not for profit corporation.

ARTICLE X

INITIAL PRINCIPAL OFFICE, MAILING ADDRESS OF THE CORPORATION

The street and mailing address of the corporate office is 2554 CANTERBURY DR. N. WEST PALM BEACH, FL 33407.

ARTICLE XI

BY-LAWS

The Board of Directors, by majority vote, is authorized to establish bylaws for MORINGA INSTITUTE, INC not inconsistent with these Articles of Incorporation, and to amend same from time to time. Directors shall be elected as stated in the bylaws.

ARTICLE XII

AMENDMENTS TO ARTICLES OF INCORPORATION

MORINGA INSTITUTE, INC reserves the right to amend or repeal any provisions contained in these Articles of Incorporation. Amendments to the Articles of Incorporation must be adopted by an absolute majority vote of the Board of Directors at any board meeting called for that purpose.

ARTICLE XIII

EFFECTIVE DATE

The effective date of MORINGA INSTITUTE, INC. upon registration shall be May 1st, 2015

DECLARATION

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporations on this__day of April 9, 2015

We are the persons whose names are subscribed below. We collectively are all of the incorporators of MORINGA INSTITUTE, INC. have executed these Articles of Incorporation. The foregoing Articles of Incorporation are out act and deed, joint and severally.

We, and each of us, declare that the foregoing is true and correct.

Ileus Gervelus

Ileus GERVELUS, PRA, Incorporator

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