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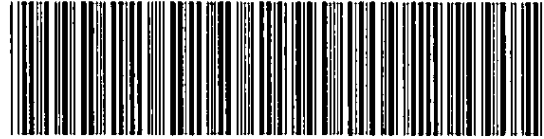
(Business Entity Name)

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SEP 20 2017



September 18, 2017

Secretary of State  
Division of Corporations  
2661 Executive Center Circle  
Tallahassee, FL 32301

Re: Articles of Incorporation for Equity Design Collaborative, Inc. and  
Second Amendment to the Articles of Organization of Entrepreneurship  
Law Firm

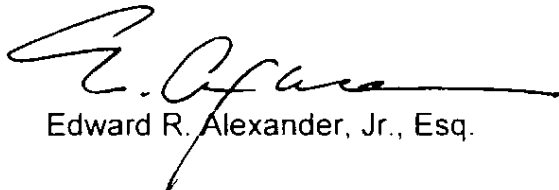
Dear Sir/Madam:

Enclosed please find: (A) the signed Articles of Incorporation for Equity Design Collaborative, Inc., a Florida social purpose corporation; (B) the signed Second Amendment to the Articles of Organization of Entrepreneurship Law Firm; and (C) a check in the amount of \$95.00, to cover the filing fees for both filings.

Please send notification of all of the filings to me at Entrepreneurship Law Firm, P.L., 220 N. Rosalind Ave., Orlando, FL 32801.

If you have any questions or need further information, please call me at (407) 649-7777. Thank you for your assistance.

Very truly yours,

A handwritten signature in black ink, appearing to read 'E. Alexander, Jr.'.

Edward R. Alexander, Jr., Esq.

Enclosures (3)

**ARTICLES OF INCORPORATION  
OF  
EQUITY DESIGN COLLABORATIVE, INC.**  
*A Florida Social Purpose Corporation*

The undersigned incorporator, being competent to contract, subscribe to these Articles of Incorporation to form a social purpose corporation for profit under the laws of the State of Florida.

ARTICLE I. Name

The name of this corporation (the "**Corporation**") shall be:

**EQUITY DESIGN COLLABORATIVE, INC.**

ARTICLE II. Election of Social Purpose Status

The Corporation shall be a social purpose corporation in accordance with §§ 607.501 - 513, Florida Statutes.

ARTICLE III. Principal Office

The address of the principal office and the mailing address of the Corporation is: 20 W. Lucerne Circle, #314, Orlando, FL 32801.

ARTICLE IV. Business and Social Purpose

This Corporation may, and is authorized to, engage in any activity or business permitted under the laws of the United States and of the State of Florida and shall have the purpose of creating a public benefit, including, but not limited to, working towards an equitable society, one the impacts of racism, sexism, religious imperialism, classism, ableism, ageism, colorism, colonialism, homophobia, transphobia and other identity-based forms of oppression are eliminated through increasing the ability of people to (re)design interactions, interventions and institutions towards increased equity in process and outcomes. The minimum status vote for purposes of terminating the social purpose status of the Corporation shall be a majority of the voting capital stock of the Corporation.

ARTICLE V. Capital Stock

Section 1. Capital Stock. The Corporation is authorized to issue and have outstanding at any one time a maximum of:

Eight hundred thousand (800,000) shares of voting common stock, \$0.0001 par value per share (the "**Voting Common Stock**"); and

Two hundred thousand (200,000) shares of non-voting common stock, \$0.0001 par value per share (the "**Non-Voting Common Stock**")

The capital stock of the Corporation shall have the rights, preferences, privileges and restrictions as set forth in this ARTICLE V.

Section 2. Voting. The holders of the Voting Common Stock shall be entitled to vote upon all matters upon which holders of the Common Stock have the right to vote, and shall be entitled to one (1) vote for each such share held by them, respectively. The

holders of the Non-Voting Common Stock shall not be entitled to vote, except as may be expressly required by the Florida Business Corporation Act.

Section 3. Dividends. The holders of all series of the Common Stock shall be entitled to receive, pro-rata, when and as declared by the Board of Directors, out of any assets of the Corporation legally available therefor, such dividends as may be declared from time to time by the Board of Directors.

Section 4. All or any portion of the common stock of the Corporation (the "**Common Stock**") may be issued in payment for real or personal property, past or future services, or any other right or thing having a value, in the judgment of the Board of Directors, at least equivalent to the full value of such stock to be issued, and when so issued, shall become and be fully paid and non-assessable, the same as though paid for in cash, and the directors shall be the sole judges of the value of any property, services, right or thing acquired in exchange for the Common Stock, and their judgment of such value shall be conclusive.

#### ARTICLE VI. Term of Existence

The effective date upon which this Corporation shall come into existence shall be the date of filing of these Articles, and it shall exist perpetually thereafter unless dissolved according to law.

#### ARTICLE VII. Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 20 W. Lucerne Circle, #314, Orlando, FL, 32801, and the name of the initial registered agent of this Corporation at that address is Christine Ortiz.

#### ARTICLE VIII. Directors

Section 1. The initial number of Directors of this Corporation shall be two (2).

Section 2. The number of Directors may be either increased or diminished from time to time by the Shareholders in accordance with the Bylaws of this Corporation, but there shall always be at least one Director.

Section 3. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at any annual or special meeting thereof. The Board of Directors may authorize and require the payment of reasonable expenses incurred by Directors in attending meetings of the Board of Directors.

Section 4. No director shall: (A) have any duty to any person or entity who is a beneficiary of the public benefit purpose of this Corporation, or any specific public benefit purposes of this Corporation; or (B) be personally liable for monetary damages to the Corporation, or to any other person, for the failure of the Corporation to pursue or create a public benefit.

Section 5. Nothing in this Article shall be construed to preclude the Directors from serving the Corporation in any other capacity and receiving compensation therefor.

Section 6. The name and street address of the initial member of the Board of Directors, to hold office until the first annual meeting of the Shareholders of this Corporation or until his successor is elected or appointed and has qualified, is:

<u>Name</u>	<u>Street Address</u>
Christine Ortiz	20 W. Lucerne Circle, #314 Orlando, FL 32801

Caroline Hill	4828 Illinois Avenue, NW Washington, DC 20011
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Section 7. Any Director may be removed from office by the holders of a majority of the stock entitled to vote thereon at any annual or special meeting of the Shareholders of this Corporation, for any cause deemed sufficient by such Shareholders or for no cause.

Section 8. In case one or more vacancies shall occur in the Board of Directors by reason of death, resignation or otherwise, the vacancies shall be filled by the Shareholders of this Corporation at their next annual meeting or at a special meeting called for the purpose of filling such vacancies; provided, however, any vacancy may be filled by the remaining Directors until the Shareholders have acted to fill the vacancy.

#### ARTICLE IX. Incorporator

The name and street address of the incorporator signing these Articles is:

<u>Name</u>	<u>Street Address</u>
Christine Ortiz	20 W. Lucerne Circle, #314 Orlando, FL 32801

Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the Bylaws of this Corporation.

#### ARTICLE X. Social Purpose Officer Standards

No officer shall: (A) have any duty to any person or entity who is a beneficiary of the public benefit purpose of this Corporation, or any specific public benefit purposes of this Corporation; or (B) be personally liable for monetary damages to the Corporation, or to any other person, for the failure of the Corporation to pursue or create a public benefit.

#### ARTICLE XI. No Third-Party 607.511 Right of Action

No "other person," as that term is used in Section 607.511(2)(b)4, Florida Statutes, shall have any right of action under Section 607.511 against the Corporation or any of its officers or directors.

#### ARTICLE XII. Amendment to Articles

These Articles of Incorporation may be amended in the manner provided by law.

#### ARTICLE XIII. Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors. Any Bylaws adopted by the Board of Directors may be repealed, changed, or new Bylaws may be adopted by the vote of a majority of the stock entitled to vote thereon,

and the Shareholders may prescribe in any Bylaw made by them that such Bylaw shall not be altered, amended or repealed by the Board of Directors.

ARTICLE XIV. Shareholders' Agreements

The Shareholders of the voting stock of the Corporation may, by unanimous agreement, restrict the discretion of the Board of Directors in its management of the Corporation, provide for direct Shareholder management of the business and affairs of the Corporation, treat the Corporation as if it were a partnership, or may arrange the relations between and among Shareholders that would be otherwise appropriate only between partners. A Shareholders' Agreement among less than all Shareholders may only affect the management of the Corporation by providing for the manner in which parties to the Shareholders' Agreement will vote their shares. Any Shareholders' Agreement must be in writing and a copy thereof must be delivered to the principal office of the Corporation and be available there for inspection by any Shareholder pursuant to the inspection of records procedure for Shareholders as provided in the Florida Business Corporation Act. If a Shareholders' Agreement has been entered into, all stock certificates owned by Shareholders who are parties to the Agreement shall have an appropriate notation referencing the Shareholders' Agreement. No committee of the Board of Directors may pre-empt the Shareholders' Agreement signed by all Shareholders.

ARTICLE XV. Affiliated Transactions

This Corporation expressly elects not to be governed by the provisions of Florida Statutes Section 607.0901 dealing with affiliated transactions.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation as of September 15, 2017.



\_\_\_\_\_  
Christine Ortiz, Incorporator

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned is familiar with the obligations of the registered agent and hereby accepts the appointment to serve as the initial Registered Agent of Equity Design Collaborative, Inc.



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Christine Ortiz

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