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FLORIDA PROFIT/NON PROFIT CORPORATION

Hugs Across the County, Inc.

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**Articles of Incorporation
of
Hugs Across the County, Inc.
a Florida Not For Profit Corporation**

The undersigned person, acting as incorporator of a corporation not for profit under the Florida Not For Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, adopts the following articles of incorporation for the corporation:

Article I

The name of the corporation is Hugs Across the County, Inc. The principal office and mailing address of the corporation is 30 Guana Drive, Ponte Vedra Beach, Florida 32082.

Article II

The corporation shall have perpetual duration and these Articles shall be effective upon filing same with the Florida Department of State.

Article III

The corporation is a not for profit corporation. The purposes for which the corporation is organized are:

(a) The specific and primary purposes for which this corporation is formed are to operate for the advancement of educational opportunities and other charitable assistance to underprivileged children that attend St. Johns County public schools.

(b) The general purposes for which this corporation is formed are to operate exclusively for charitable and educational purposes which will qualify it as an exempt organization under section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue law, including, for those purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that section.

(c) Notwithstanding any other provision of these articles, this corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

Article IV

The manner in which the directors are to be elected or appointed shall be by the majority vote of the directors serving from time to time.

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H16000304975 3**Article V**

The street address of the initial registered office of the corporation is 1604 Stockton Street, Jacksonville, County of Duval, State of Florida 32204. The name of its initial registered agent at that address is Robinson Collins, P.L., a Florida professional limited liability company.

Article VI

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a board of directors. The number of directors of the corporation shall be four (4); provided, however, that the number may be changed by a bylaw duly adopted pursuant to the bylaws of this corporation.

Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting, if all the members of the board individually or collectively consent in writing (emails included) to the action. Written consent or consents shall be filed with the minutes of the proceedings of the board, and any action by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law that relates to action taken in this manner shall state that the action was taken by unanimous written consent of the board of directors without a meeting and that the articles of incorporation and bylaws of this corporation authorize the directors to act in this manner. This statement shall be prima facie evidence of the directors' authority.

The names and addresses of the persons who are to serve as the initial directors are:

<u>Name</u>	<u>Address</u>
Brette S. Rciman	30 Guana Drive Ponte Vedra Beach, FL 32082
Joseph G. Joyner	40 Orange Street St Augustine, FL 32084
Beverly Finley Slough	341 West Adelaide Dr. St. Augustine, FL 32259
Bailey Lynch Benoit	21D Casanova Rd. St. Augustine, FL 32080

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H16000304975 3**Article VII**

The name and address of the incorporator is:

Kristopher D. Robinson
1604 Stockton Street
Jacksonville, FL 32204

Article VIII

The board of directors shall elect the following officers: President, Vice-President, Treasurer, and Secretary, and any other officers which the bylaws of this corporation authorize the directors to elect. Initially, officers shall be elected at the first annual meeting of the board of directors. Until that election is held, the following persons shall serve as corporate officers:

<u>Name</u>	<u>Title</u>
Brette S. Reiman	President
Sandy Calvin	Vice-President
Dan Reiman	Treasurer
Maura Mauro	Secretary

Article IX

Subject to the limitations contained in the bylaws and any limitations set forth in the Florida Not For Profit Corporation Act described above, concerning corporate action that must be authorized or approved by the members of the corporation, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of directors or otherwise by following the procedure set forth in the bylaws.

Article X

The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or to the benefit of any private individual.

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Article XI

On the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a not for profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax-exempt status under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

Article XII

Amendments to these articles of incorporation may be adopted by a vote of at least two-thirds of the board of directors of the corporation.

The undersigned submits this document and affirms that the facts stated herein are true. The undersigned is aware that any false information submitted in a document to the Department of State constitutes a third-degree felony as provided for in section 817.155, Fla. Stat. The undersigned, being the incorporator of this corporation, for the purpose of forming this not for profit charitable corporation under the laws of Florida, has executed these articles of incorporation on December 13, 2016.



Kristopher D. Robinson, Incorporator

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED PURSUANT TO FLORIDA STATUTES SECTION 48.091**


In pursuance of Section 48.091, Florida Statutes, the following is submitted in compliance with said statute section:

Hugs Across the County, Inc., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at the city of Ponte Vedra Beach, St. Johns County, State of Florida, has named Robinson Collins, P.L., 1604 Stockton Street, Jacksonville, Florida 32204, as its agent to accept service of process within the state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity and to comply with the provisions of said statute section relative to keeping open said office on this 13th day of December, 2016.

Robinson Collins, P.L.

By: 
Kristopher D. Robinson, Manager,
Registered Agent

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CLERK