

NO0000002541

TRANSMITTAL LETTER

00 APR 12 PM 1:19

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

SUBJECT: Healthy Wealthy & Wise, Inc.  
(Proposed corporate name - must include suffix)

100003206111--0  
-04/12/00--01076--005  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

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

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee  
& Certificate

↓  
\$8.75 cc.

☐ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Sean T. Jefferson  
Name (Printed or typed)

P.O.B. 816300  
Address

Hollywood FL 33081  
City, State & Zip

954-815-0177  
Daytime Telephone number

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

PH 4/18/00 ✓

FILED

00 APR 12 PM 1:19

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLLES OF INCORPORATION**  
**Of**  
**HEALTHY, WEALTHY, & WISE, INC.**

This is to certify that we, the undersigned, for the purpose of, acknowledge forming a corporation under the provisions of Chapter 617 of the Florida Statutes, do hereby make, subscribe and file these Articles of Incorporation and certify that:

**ARTICLE I**  
**(Name)**

The name of this Corporation shall be as follows:

**HEALTHY, WEALTHY, & WISE, INC.**

**ARTICLE II**  
**(Address of Corporation)**

The principal place of business address of this corporation shall be, 2222 Van Buren Street, Suite 1018, Hollywood, Florida 33020 and at such other points in the United States and foreign countries as may, from time to time, be authorized by the Board of Directors.

**ARTICLE III**  
**(Purpose)**

**Healthy, Wealthy, & Wise, Inc.** is organized exclusively for Charitable, Educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c ) (3) of the Internal Revenue code, or the corresponding section of any future federal tax code.

The corporation is a corporation not-for-profit as defined in Chapter 617, Florida Statutes, in that it is not formed for pecuniary profit and no part of the income or assets of the Corporation is distributed to or for the benefit of its Members, Directors or Officers, except to the extent permissible under the law and under Section 501 (c )(3) of the United States Internal Revenue Code of 1986.

Solely for the above purposes, but not by way of limitation, the Corporation is empowered to :

SECTION I: To educate, empower, and emancipate socially and / economically disadvantaged individuals. To provide services that improve the social, cultural, and economics of targeted low -income communities. To improve the quality of life for individuals of all ages within such targeted low income communities.

SECTION II: Exercise all the powers conferred by law upon corporations not-for-profit, including without limiting the generality of the foregoing to acquire by bequest, devise, gift, purchase, lease, or otherwise any property of any sort or nature without limitations as to it's a mount or value, and to hold, invest, reinvest, manage, use apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein.

#### **ARTICLE IV (Directors)**

The directors will be appointed by interview, knowledge of subject matter, and applicable experiences. The management of the Corporation shall be vested in a Board of Directors. The number of persons constituting the Board of directors may be increased or decreased from time to time in accordance with the Bylaws.

#### **ARTICLE V (Qualifications and Limitations)**

**Healthy, Wealthy, & Wise Inc.** is organized for Charitable, Educational, and scientific purposes within the meaning of Section 501 ( c)(3) of the Internal Revenue Code.

SECTION I: No part of the net earnings of the Corporation shall inure to the benefit attempting of or be distributal to its Members, Trustees, Directors, Officers, or any other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of purposes set forth in Article III and Section 501 (c )(3) purposes.

SECTION II: No substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing and the distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501 (c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

SECTION III: The territory in which the Corporation's operations are principally to be conducted is the United States of America; the Corporation may also conduct operations in foreign countries, subject, however, to the laws of the state of Florida.

SECTION IV: Upon the dissolution of the corporation, the Board of Directors shall after paying, or making provisions for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations operated and organized for one or more exempt purposes for charitable, educational, religious, or scientific purposes under Section 501 (c)(3) of the internal Revenue Code, or the corresponding section of any future federal tax code, or shall any such not so disposed of by the federal government, or state, or local government for public purpose.

However, if the named recipient is not then in existence or no longer a qualified distributee, or unwilling or unable to accept the distribution, then the assets of this Corporation shall be distributed to a Fund, Foundation, or corporation organized and operated exclusively for the purpose specified in Section 501( c) (3) of the Internal Revenue Code ( corresponding section of any future federal tax.

**ARTICLE VI**  
**(Registered Agent / Address)**

Clarissa Anderson  
7363 NW 34<sup>th</sup> Street  
Lauderhill, Florida 33319

**ARTICLE VII**  
**(Amendment)**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Directors and Officers are subject to this reservation.

The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Florida, as amended from time to time, unless more specific provisions for amendments are adopted by the Corporation pursuant to law, provided that any amendment will not adversely affect the status of the Corporation Qualifying under Section 501(c) (3) of the Internal Revenue Code.

**ARTICLE VIII  
(Member Liabilities)**

The private property of this Corporation Member, Director, Officer shall not be subject to the payment of the Corporation debt to any extent whatsoever. No Director, Officer or, Member shall be liable for relying in good faith upon the book, or account, or report made to the Corporation by any of its Officials, Members, or by an independent accountant selected by the Board of Directors, or by any committee so designated by the Corporation, or in relying in good faith upon any other record .

**ARTICLE IX  
(Duration)**

This duration ( term ) of the Corporation is perpetual.

**ARTICLE X  
(Incorporator)**

**Sean T. Jefferson  
2222 Van Buren Street  
Hollywood, Florida 33020**

FILED  
00 APR 12 PM 1:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Sean T. Jefferson  
Signature/ Incorporator

4-7-00  
Date

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in This certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

Clarissa Anderson  
Signature/ Registered Agent

4/7/00  
Date