

N05000011803

(Requestor's Name)

The KARMA Project
P.O. Box 616431
Orlando, FL 32861

(City/State/Zip/Phone #)

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ALL INFORMATION SEE FLORIDA

11/23/05



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

2005 NOV 22 AM 9:27

FLORIDA DEPARTMENT OF STATE
TALLAHASSEE FLORIDA

September 20, 2005

THE KARMA PROJECT
POST OFFICE BOX 616431
ORLANDO, FL 32861

SUBJECT: THE KARMA PROJECT, INC.
Ref. Number: W05000033604

We have received your document for THE KARMA PROJECT, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden
Document Specialist
New Filings Section

Letter Number: 905A00057597



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

2005 NOV 22 AM 9:27

FLORIDA DEPARTMENT OF STATE
TALLAHASSEE FLORIDA

July 14, 2005

THE KARMA PROJECT
POST OFFICE BOX 616431
ORLANDO, FL 32861

SUBJECT: THE KARMA PROJECT, INC.
Ref. Number: W05000033604

We have received your document for THE KARMA PROJECT, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden
Document Specialist
New Filings Section

Letter Number: 205A00046407

**ARTICLES OF INCORPORATION
OF
THE KARMA PROJECT, INC.**

2005 NOV 22 AM 9:27

STATE
TALLAHASSEE FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural Persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be THE KARMA PROJECT, INC.

ARTICLE II - PURPOSE

The purpose for which this Corporation is to provide social, and educational opportunities to youth.

A. The specific and primary purposes are:

(1) The purposes of which the corporation is organized are exclusively benevolent, charitable, scientific, literary, and educational within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1954 or corresponding provisions of any future United Internal Revenue Law.

(2) Notwithstanding any other provisions of these Articles, this organization shall not carry on any other 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 1954 or the corresponding provisions of any future United States Revenue law.

(3) The corporation is irrevocably dedicated to and operated exclusively for nonprofit

purposes, and no part of the income or assets of the Corporation shall be distributed to, nor to inure to the benefit of any individual.

B. In furtherance, but not limitation of the foregoing benevolent, charitable, scientific, literary, and educational purposes, the Corporation shall have the following powers:

(1) To collect and disseminate statistics and other information, to conduct investigations, to engage in various fund-raising activities to conduct promotion activities, including advertising and publicity, in or by any suitable manner or media.

(2) To buy, own, sell, assign, mortgage or lease any interest in real estate and personal property and to construct, maintain and operate improvements thereon necessary or incident to the accomplishment of the purposes set forth herein.

(3) To borrow money and issue evidence of indebtedness in furtherance of any or all of the objectives of its business, and to secure the same by mortgage, pledge or other lien on the corporation's property.

(4) To consider and deal by all lawful means with common problems involved in the promotion of economic growth and development among members, through the provision of financial services and support, pooling of financial resources, participation in community enrichment projects, and to secure and advance cooperative action in advancing common purposes of the members of the association.

ARTICLE III - MEMBERSHIP

A. ACTIVE MEMBERSHIP. Any natural person, is eligible to become an active member of the THE KARMA PROJECT, INC., with full participation and other privileges, provided he/she is qualified under such rules as the Officers of the Corporation

may provide. The initial members of the Corporation shall be comprised of the initial Board of Directors of the Corporation.

B. ASSOCIATE MEMBERSHIP. Anyone interested in the activities of the Corporation may be awarded an associate membership under such terms and with such privileges as the Officers of the Corporation may determine.

C. VOTING. On those issues which may from time to time be brought up for a vote, by the direction of the Board of Directors, each active member shall be entitled to one vote. Proxy voting is permitted.

ARTICLE IV - EXISTENCE

The existence of this Corporation shall be perpetual.

ARTICLE V - MEETINGS

A. ANNUAL MEETING. There shall be an annual meeting during the month of July, unless otherwise ordered by the Board of Directors, for voting and transacting other business. Meetings shall be open to all members, of The Board of Directors. Notice of these meetings, issued by the Secretary, shall be made to the last recorded address of each member of the Board of Directors, at least ten (10) days before the time appointed for the meeting.

B. QUORUM. A majority of the members of The Board of Directors who are present at any one meeting shall represent a quorum.

ARTICLE VI - ADDRESS

The street address of the initial office of the corporation shall be 5112 West Livingston Street, Orlando, Florida 32811. The Executive Committee may from time to time designate

such other address and place for the principal office of this Corporation as it may see fit.

ARTICLE VII - DIRECTORS

This Corporation shall have one (1) Director initially, who shall comprise the Executive Committee. The number of Directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

ARTICLE VIII - INITIAL DIRECTORS

The name and street address of the first Board of Directors who shall hold office until their successors are appointed by vote of the Board of Directors, are as follows:

Veronica L. Smith
5112 West Livingston Street
Orlando, Florida 32811

ARTICLE IX - AMENDMENTS TO ARTICLES

These articles may be amended or repealed, in whole or in part, by a majority vote of the Board of Directors.

ARTICLE X - BYLAWS

Bylaws will be hereafter adopted. Such bylaws may be amended or repealed, in whole or in part, in the manner provided therein, and the amendments to the bylaws shall be binding on all members, including those who may have voted against them.

ARTICLE XI- DISTRIBUTION OF ASSETS

In the event of dissolution, the residual assets of the organization will be turned over to one, or more organizations which themselves are exempt as organizations described in Sections 501 (c) (3) and 170 (c) (2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or local

government for exclusive public purpose.

ARTICLE XII- ANTI DISCRIMINATION

The corporation does not, nor will not tolerate discrimination, based upon race, sex, creed, national origin, physical handicap, or gender, in the administration, organization, production and implementation of any of the corporations services, functions or activities.

ARTICLE XIII- INDEMNIFICATION

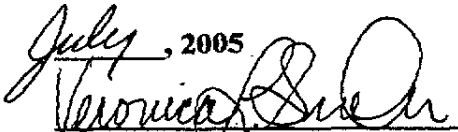
Any person (and the heirs, executors, and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director, Officer, or Incorporator of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney fees and disbursements, incurred by him (or by his heirs, executors, or administrators) in conjunction with the defense or settlement of such action, suit proceeding, or in conjunction with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit, or proceeding that such Director, Officer, or Incorporator is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director, Officer, or Incorporator or such heirs, executors or administrators may be entitled apart from this Article.

ARTICLE XIII- REGISTERED OFFICE AND AGENT

The initial street address in Florida of the initial registered office of the Corporation is 5112 West Livingston Street, Orlando, Florida 32811, and the name of the initial registered agent is Veronica L. Smith.

IN WITNESS WHEREOF, THE UNDERSIGNED has made and subscribed of the

Articles of Incorporation at Orlando, Orange, County, Florida on this 14th day of

July, 2005

Veronica L. Smith

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority personally appeared, Veronica L. Smith who is to me well known to be the person described in and who provided as identification Her Driver License, who subscribed the above Articles of Incorporation, and she did freely and voluntarily acknowledge before me according to law that she made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Orlando, in said County and State, this 14th day of July, 2005



NOTARY PUBLIC
MY COMMISSION EXPIRES:



Joyce D. Nixon
MY COMMISSION # DD252692 EXPIRES
October 12, 2007
BONDED THRU TROY FAIR INSURANCE, INC.

The KARMA Project
P.O. Box 616431
Orlando, Florida 32861

FLORIDA DEPARTMENT OF STATE
DIVISIONS OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32314

SUBJECT: THE KARMA PROJECT, INC.
Ref. Number: W05000033604

Ms. Claretha Golden:

The directors are appointed annually by the members of this non-for-profit organization.

Sincerely,



Veronica Smith

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RECEIVED STATE
TALLAHASSEE FLORIDA

FLORIDA DEPARTMENT OF STATE
DIVISIONS OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FLORIDA 32314

SUBJECT: THE KARMA PROJECT, INC.
Ref. Number: W05000033604

Ms. Claretha Golden:

I hereby am familiar with and accept the duties and responsibilities as Registered Agent.

Sincerely,


Veronica Smith