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09 MAY 29 PM 2:36
TALLAHASSEE, FLORIDA

SP 5/29/09

W09000021447



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 11, 2009

KENNETH FIELDS
5708 NE 4TH AVE.
MIAMI, FL 33137

SUBJECT: SOLAR-S-COOL, INC.
Ref. Number: W09000021447

We have received your document for SOLAR-S-COOL, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the corrected 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) 245-6062.

Eula Peterson
Regulatory Specialist II
New Filing Section

Letter Number: 809A00015456

COVER LETTER

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

SUBJECT: Solar-S-Cool Project, Inc.

(PROPOSED CORPORATE NAME – **MUST INCLUDE SUFFIX**)

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 of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Kenneth Fields
Name (Printed or typed)

5708 NE 4th Ave.
Address

Miami, FL 33137
City, State & Zip

305-756-6789
Daytime Telephone number

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

ARTICLES OF INCORPORATION
In Compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be:

Solar-S-Cool Project, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal street address and mailing address, if different is:

5708 NE 4th Ave.
Miami, FL 33137

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

See Attached

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

As stated in the Bylaws.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List name(s), address(es) and specific title(s):

Kenneth Fields, 3001 N. Bay Rd., Miami Beach, FL 33140, President
Katherine Merrill, 5708 NE 4th Ave., Miami, FL 33137, Treasurer
Nicole Noya, 5708 NE 4th Ave., Miami, FL 33137, Secretary

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Kenneth Fields
3001 North Bay Road
Miami Beach, FL 33140

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Kenneth Fields
3001 North Bay Road, Miami Beach, FL 33140

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Signature/Registered Agent

Date

May 27th 2009

Signature/Incorporator

Date

May 27th 2009

09 MAY 28 PM 2:24
STATE
PALM BEACH, FLORIDA

Solar-S-Cool Project, Inc.
Certificate of Incorporation Attachment

ARTICLE III- PURPOSE

1. Solar-S-Cool Project, Inc. provides education to schools, the children, the faculty, administration and the greater community at large regarding energy use, natural resource conservation and alternative energy in general. We will also raise funds for schools to purchase and donate energy saving and renewable energy systems to those institutions.
2. No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.
3. The Corporation is organized exclusively for charitable, religious, educational and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as an exempt organization under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE VIII- DISSOLUTION

1. 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 member thereof or to the benefit of any private person.
2. The manner of distribution of assets in this Corporation's winding up is as follows:
Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or state or local government for public purpose. Any such asset not so disposed of shall be disposed of by the Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purpose or to such organization or organizations as said Court shall determine which are organized and operated exclusively for such purposes.

09 MAY 28 PM 2:23
FALLINGBEE, FLORIDA
STATE