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COVER LETTER

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

SUBJECT: KIDS AGAINST HUNGER OF SOUTHWEST FLORIDA, INC. (PROPOSED CORPORATE NAME – <u>MUST INCLUDE SUFFIX</u>)

Enclosed is an original a	and one (1) copy of the Artic	les of Incorporation and	a check for :	
S70.00 Filing Fee	\$78.75 Filing Fee & Certificate of Status	\$78.75 Filing Fee & Certified Copy	▼ \$87.50 Filing Fee, Certified Copy & Certificate	
		ADDITIONAL CO	PY REQUIRED	
FROM:	FROM: William Schweikhardt Name (Printed or typed) 468 Devils LN Address Naples, FL 34103 City, State & Zip 239-404-3308 Daytime Telephone number		SECRETAR TALLAHASS	
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1	theoldcrab@comcast.ne E-mail address: (to be used for fu		5m)	
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NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

KIDS AGAINST HUNGER of SOUTHWEST FLORIDA, INC.

ARTICLE I: NAME

The name of this corporation is:

Kids Against Hunger of Southwest Florida, Inc.

ARTICLE II: DURATION

The period of duration of this corporation is perpetual.

ARTICLE III: PURPOSE

This corporation is organized exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that also qualify as Section 501(c)(3) exempt organizations. To this end, the corporation shall:

- 1) Act and operate exclusively as a nonprofit corporation pursuant to the laws of the State of Florida, by acquiring, packaging and distributing nutritious food to the impoverished people around the world. Without limiting the foregoing, specific emphasis shall be given to distributing food to impoverished people within the State of Florida.
- 2) Engage in any and all activities and pursuits, and to support or assist such other organizations, as may be reasonably related to the foregoing and following purposes.
- 3) Have authority to solicit and receive contributions, purchase, own and sell real and personal property, to make contacts, to invest corporate funds, to spend corporate funds for corporate purposes, and to engage in any activity in furtherance of, incidental to, or connected with any of the other purposes.

ARTICLE IV LIMITATIONS:

- 1) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered to the corporation and to make payments and distributions in furtherance of the purposes set forth herein.
- 2) No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation,

and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office except as authorized under the internal revenue Code, as amended and supplemented.

- 3) Notwithstanding any other provision of these 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 the corresponding section of any future 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 tax code.
- 4) The corporation shall not lend any of its assets to any officer or director of this corporation (unless such loan program is regularly conducted as part of the activities of the organization and the qualification of the individual to participate in same is determined by a panel comprised solely of non-Board members), or guarantee to any person the payment of a loan by an officer or director of this corporation.

ARTICLE V: DIRECTORS/MEMBERS

The corporation shall have no voting members. The management and affairs of the corporation shall be at all times under the direction of a Board of Directors, whose operations in governing the corporation shall be defined by statute and by the corporation's by-laws. No Director shall have any right, title, or interest in or to any property of the corporation.

The Board of Directors shall consist of not less than three nor more than nine members. The initial directors of the corporation shall be:

STEPHEN T. POPPER

600 NOTTINGHAM DR NAPLES, FL 34109 - 1642

DAWN A. MONTECALVO

9825 BERKSHIRE ST NAPLES, FL 34109 - 1603

WILLIAM SCHWEIKHARDT

468 DEVILS LN NAPLES, FL 34103-3020

The Board of Directors shall appoint such members as shall be needed to fill any vacancies occurring on the Board.

ARTICLE VI: BY-LAWS

Provisions for the regulation of the internal affairs of the corporation shall be set forth in the By-Laws.

ARTICLE VII: DEBT OBLIGATIONS AND PERSONAL LIABILITY

No member, officer or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, officers, or Directors be subject to the payment of the debts or obligations of this corporation.

ARTICLE VIII: DISSOLUTION

Upon the time of dissolution of the corporation, assets shall be distributed by the Board of Directors, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the corporation, 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 further federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IX: INCORPORATOR

The name and address of the incorporator is:

WILLIAM SCHWEIKHARDT

468 DEVILS LN NAPLES, FL 34103-3020

Signature \

Date: May 19, 2009

ARTICLE X: PRINCIPAL OFFICE AND REGISTERED AGENT

(restituted agent wedness) The address of the corporation's initial principal office shall be:

900 Sixth Avenue, South Suite 203 Naples, FL 34102

The corporation's initial registered agent shall be:

William Schweikhardt

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 of resident agent

Date

SECRETARY OF STATE