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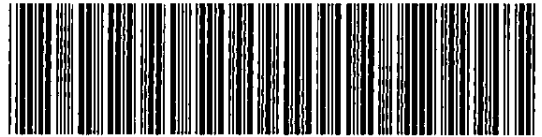
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

COVER LETTER

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

SUBJECT: THE 1EIGHTY GROUP
(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

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

☐ \$70.00 ☐ \$78.75
Filing Fee Filing Fee
 & Certificate of Status

<input type="checkbox"/> \$78.75 Filing Fee & Certified Copy	<input checked="" type="checkbox"/> \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED	

FROM: KIMBERLY B. SMITH
Name (Printed or typed)

9838 OLD BAYMEADOWS ROAD #264
Address

JACKSONVILLE, FL 32256
City, State & Zip

904-704-0808
Daytime Telephone number

THE1EIGHTYGROUP@YAHOO.COM
E-mail address: (to be used for future annual report notification)

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

**ARTICLES OF INCORPORATION
OF
THE 1EIGHTY GROUP, INC.**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Article I - NAME

The name of the Corporation is The 1Eighty Group, Inc., (hereinafter, "Corporation").

Article II – PRINCIPAL OFFICE

The principle address of the Corporation is 9838 Old Baymeadows Road, # 264 , Jacksonville, Florida 32256 and the mailing address is the same.

Article III - PURPOSE

This Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, 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 shall engage in any activity or business permitted under the laws of the United States and of the State of Florida mainly promoting financial literacy and performing community services through social and economic development activities.

Article IV- CAPITOL STOCK

This Corporation shall have no capitol stock and shall be composed of members rather than shareholders.

Article V - OFFICERS

The names of the persons who shall serve as officers of the Corporation until their successors are appointed are:

President:	Stacey Poole
Vice President:	BaDonna Mitchell
Secretary Treasurer:	Ricketa Brown

whose addresses shall be the same as the principal address of the Corporation as stated in Article II hereof.

Article VI – DIRECTORS

The management of the Corporation shall be vested in a Board of Directors. The number of persons constituting the Board shall be fixed by the bylaws to be adopted at the first meeting of the Board of Directors and may be altered by amending the bylaws. The number of Directors constituting the first Board of Directors is three (3) and the names and addresses of the persons who shall serve as directors of the Corporation until their successors are appointed are:

Darren Smith
Kimberly B. Smith
Warren Brown

whose addresses shall be the same as the principal address of the Corporation as stated in Article II hereof.

Article VII – POWERS AND LIMITATIONS ON POWERS

Section 1. This Corporation shall have all the powers and authority as are now or may hereafter be granted to not for profit Corporations under the laws of the State of Florida.

Section 2. 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 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 the purposes set forth in Article III hereof.

Section 3. 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 or in opposition to any candidate for public office.

Section 4. 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 federal tax code.

Article VIII – LIABILITIES FOR DEBTS

No member, officer or Director of this corporation shall be personally liable for the debts or obligations of this Corporation 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 IX – TERM OF EXISTENCE

This Corporation shall commence corporate existence upon the date of signing these Articles of Incorporation by the incorporator and shall have perpetual existence unless it shall be dissolved pursuant to the laws of the State of Florida and these Articles of Incorporation.

Article X – DISSOLUTION

Upon the 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 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 XI – QUALIFICATIONS OF MEMBERSHIP

The categories of membership, qualifications for membership and the manner of admission shall be set forth in and regulated by the By Laws of the Corporation.

Article XII – VOTING RIGHTS

Members of the Corporation will have such voting rights as are provided in the By Laws of the Corporation.

Article XIII – AMENDMENT

The Articles of Incorporation of the Corporation may be amended by two-thirds (2/3) vote of the Board of Directors at any regular or special meeting of the Board or by all directors signing a written statement manifesting their intention that an amendment to the Articles of Incorporation be adopted.

Article XIV – INDEMNIFICATION

Each director and officer of this Corporation shall be indemnified by the Corporation against all costs and expenses reasonably incurred or imposed upon him or her in connection with or rising out of any action, suit or proceeding in which he or she may be involved or to which he or she may be made a party by reason of his or her having been a director or officer of this Corporation, such expense to include the cost of reasonable settlements (other than amounts paid to this Corporation itself) made with a view of curtailment of costs and litigation. The Corporation shall not, however, indemnify such director or an officer with respect to matters as to which he or she shall be finally adjudged in any action, suit or proceeding to be liable for gross negligence or misconduct in the performance of his or her duty as such director or officer, or in respect to any matter in which any settlement or compromise is affected if the total expense including the cost of such settlement, shall substantially exceed the expense which might reasonably be incurred by such director or officer in conducting such litigation to final conclusion, and in no event shall anything herein contained be construed as authorizing this Corporation to indemnify any such director or officer against any liability of the Corporation to which he or she would otherwise be subject by reason of willful malfeasance, bad faith, gross negligence or reckless disregard of these duties involved in the conduct of his or her office. The indemnification herein shall apply only if the Board of Directors approves such settlement and reimbursement as being in the best interest of the Corporation. The foregoing right of indemnification shall be in addition to any other rights to which any such director or officer may be entitled as a matter of law or otherwise.

Article XV- INCORPORATOR

The name and street address of the incorporator of this Corporation is:

Kimberly B. Smith

9838 Old Baymeadows Road #264

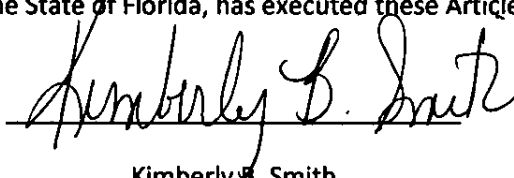
Jacksonville, Florida 32256

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, being the Incorporator of this corporation, for the purpose of forming this non profit corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 30th day of June , 2009.



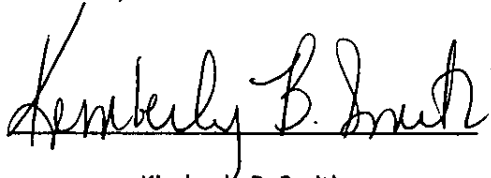
Kimberly B. Smith

Article XVI – REGISTERED OFFICE AND REGISTERED AGENT

The initial street address of the registered office of this Corporation is 9838 Old Baymeadows Road #264, Jacksonville, Florida 32256. The name and address of the registered agent at such address is Kimberly B. Smith. The county of the registered office is Duval.

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Having been named as the registered agent and to accept services of the 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 am familiar with and accept the obligations of the position of Registered Agent under Section 617.0501, Florida Statutes.



Kimberly B. Smith