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Special Instructions to Filing Officer:

Kimberly Hall GAVE

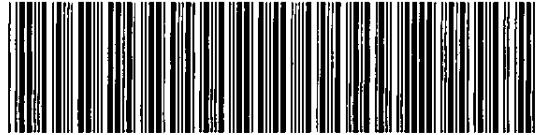
AUTHORIZATION BY PHONE TO

CORRECT add Incorporated

DATE 7/13/09

DOC. EXAM VA

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

09 JUL 10 PM 2:45

APPROVED  
AND  
FILED

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## TRANSMITTAL LETTER

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

SUBJECT: **KESHEDA SOUL FOOD RESTAURANT & CATERING**

Enclosed is an original and one (1) copy of the articles of the incorporation and 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: Kimberly G. Hollis  
1271 Little River Dr.  
Miami, FL 33147  
305-303-1540

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

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AND  
FILED

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## **ARTICLES OF INCORPORATION**

*Pursuant To The Provisions of The Florida Non-Profit Corporation Act, The undersigned hereby Adopts The Following Articles of Incorporation:*

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### **ARTICLE I**

#### **Name**

The name of the corporation shall be: **KESHEDA SOUL FOOD RESTAURANT & CATERING**  
INCORPORATED

### **ARTICLES II**

#### **Principal place of business and mailing address**

The principal place of business and mailing address for this corporation shall be:

1271 Little River Drive  
Miami, Fl 33147

### **ARTICLE III**

#### **Purpose(s)**

The specific purpose for which the corporation is organized is:

The specific purpose of this corporation's is to provide nutritional food to schools and other organizations that meets the nutrition requirements established by local, state, and federal statues and regulations. This business will also serve as a restaurant to the public.

### **ARTICLE IV**

The duration of this Corporation shall be perpetual, no stock.

### **ARTICLE V**

#### **Manner of election of directors**

Directors of this corporation shall be appointed by a Board of Directors. Such candidates shall be affirmed by the President of this corporation.

### **ARTICLE VI**

The address of the Registered Office is: 1271 Little River Drive Miami, Florida 33147, the name of the registered agent of the corporation shall be Kimberly G. Hollis.

## **ARTICLE VII**

The Directors are elected in accordance with the Bylaws. The name and address of the persons appointed to act as the initial Directors of this Corporation are:

<b>Name</b>	<b>Address</b>
Kimberly G. Hollis/President/CEO	1271 Little River Dr. Miami, FL 33147
Reba Jackson/Vice President	1271 Little River Dr. Miami, FL 33147
Thomas J. Hollis Jr./Director	1271 Little River Dr. Miami, FL 33147
Janice V. Tribue/Secretary	1271 Little River Dr. Miami, FL 33147
Sharon T. Smith/Treasurer	1271 Little River Dr. Miami, FL 33147

## **ARTICLE VIII**

The property of this Corporation is irrevocably dedicated to Charitable and Educational purposes and no part of the net income or assets of the organization shall ever insure to the benefit of any director or member thereof or the benefit of any private person.

## **ARTICLE IX**

On the dissolution or winding up of the corporation, its assets remaining after payment of, or provision for payment of, all debts, and liabilities of this Corporation, shall be distributed to a nonprofit fund, foundation, or corporation, which is organized and operated exclusively for Educational and Charitable under Section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, shall be distributed to the federal government, or to a state or local government for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas determine which are organized and operated exclusively for such purposes.

## **ARTICLE X**

(a) This Corporation is organized and operated exclusively for Educational and Charitable purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code.

(b) Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any other activities not permitted to carry on (1) by a Corporation exempt from federal income tax under

Section 501 (c) (3) of the Internal Revenue Code or (2) by a Corporation contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code.

**ARTICLE XI**  
**Incorporators**

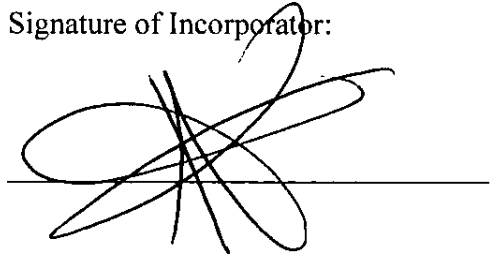
The name and the street address of the incorporator for these articles of incorporation is:

Kimberly G. Hollis  
1271 Little River Dr.  
Miami, FL 33147

The undersigned incorporator has executed these Articles of Incorporation this 7<sup>th</sup> day of July, 2009.

(An Additional article must be added if and effective date is requested)

Signature of Incorporator:

A handwritten signature in black ink, appearing to be 'Kimberly G. Hollis', written over a horizontal line.

Kimberly G. Hollis

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 and accept the appointment as registered agent and agree to act in this capacity.

  
\_\_\_\_\_  
Signature/Registered Agent

  
\_\_\_\_\_  
Signature/Incorporator

07/07/09  
Date

07/07/09  
Date

09 JUL 10 PM 2:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED