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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. Shivers OCT 04 2010

COVER LETTER

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

SUBJECT: The Ounce of Prevention 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: JD LOOKADOO, JR
Name (Printed or typed)

1418 SW Osprey Cove
Address

Port ST Lucie FL 34986
City, State & Zip

772-215-6918
Daytime Telephone number

bluejayway1418@yahoo.com
E-mail address: (to be used for future annual report notification)

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TALLAHASSEE, FLORIDA

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

**ARTICLES OF INCORPORATION
OF
The Ounce of Prevention Project, Inc.
A Florida "Not for Profit" Corporation**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under Chapter 617 of Florida Statutes, adopts the following Articles of Incorporation:

Article I. NAME OF CORPORATION: The name of the corporation is The Ounce of Prevention Project, Inc.

Article II. PRINCIPAL OFFICE: The principal office of the corporation is located at 1418 S.W. Osprey Cove, Port ST Lucie, FL 34986.

Article III. CORPORATE PURPOSES: The purposes for which this corporation is formed are exclusively charitable and educational consisting of the following:

1. This corporation is formed exclusively for the purpose of promoting cancer prevention/early detection through public education and promoting charitable giving to aid, support and fund collaborative cancer research, for such purposes as, making distributions to organizations that qualify as exempt organizations within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future United States Internal Revenue law.

A. No part of the net earnings of which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.

B. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, association, trusts, institution, foundations, or governmental bureaus, departments, agencies or individuals.

C. All of the foregoing purposes shall be exercised exclusively for charitable and educational purposes in such a manner that the Corporation will qualify as an exempt organization under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

2. **501(c)(3) LIMITATIONS**

A. **CORPORATE PURPOSES:** Notwithstanding any other provision of these 7 articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal and state income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

B. **EXCLUSIVITY:** The Corporation is organized exclusively for charitable and educational purposes.

C. **NO PRIVATE INUREMENT:** The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to the Directors, Officers, or Members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's charitable and educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable and educational purposes no part of which shall inure to the benefit of any individual.

D. **LOBBYING AND POLITICAL CAMPAIGNS:** 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.

E. **DISSOLUTION:** Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code of 1986 to be used exclusively for charitable and educational purposes. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

3. "PRIVATE FOUNDATION" PROVISIONS: In the event this Corporation is considered to be a "Private Foundation" by the U.S. Internal Revenue Service under provisions of the United States Code the following provisions apply:

A. The Corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

B. The Corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

C. The Corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

D. The Corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

E. The Corporation will not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article IV. BOARD OF DIRECTORS: The method of selection of the Board of Directors and number of Directors shall be stated in the bylaws.

Article V. INITIAL DIRECTORS:

JD Lookadoo, Jr. 1418 SW Osprey Cove, Port ST Lucie, FL 34986
Title: Executive Director

Denise Keel, 614 SE Faith Terrace, Port Saint Lucie. FL , 34983
Title: Director

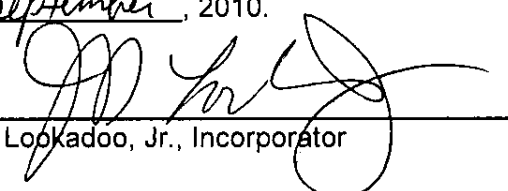
Daniel Saskowsky 4639 SE Glen Ridge Trail, Stuart, FL 34997
Title: Director

Article VI. REGISTERED AGENT: The name of the registered agent of the corporation is: JD Lookadoo, Jr.. The address of this registered agent is 1418 S.W. Osprey Cove, Port ST Lucie, FL 34986.

Article VII. INCORPORATORS: The name and address of the incorporator is: JD Lookadoo, Jr., 1418 S.W. Osprey Cove, Port ST Lucie, FL 34986.

EXECUTION

The incorporator hereby executes these Articles of Incorporation on this 27th day of September, 2010.



JD Lookadoo, Jr., Incorporator

REGISTERED AGENT'S

ACCEPTANCE OF APPOINTMENT

I hereby accept my appointment as registered agent for The Ounce of Prevention Project, Inc., a Florida not for profit corporation.



JD Lookadoo, Jr., Registered Agent

Date: 9/27/2010

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TALLAHASSEE, FLORIDA