

**N10000010256**

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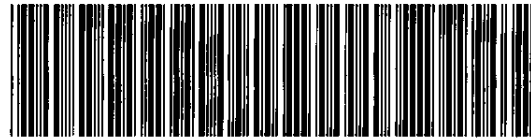
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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## COVER LETTER

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

SUBJECT: CHANGE Matters 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: Thomas Hawkins  
Name (Printed or typed)

610 Clematis St. #415  
Address

West Palm Beach, FL 33401  
City, State & Zip

(850) 766-4860  
Daytime Telephone number

tsh02c@gmail.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  
CHANGE Matters, Inc.**

**ARTICLE I: NAME**

The name of this corporation shall be: CHANGE Matters, Inc.

**ARTICLE II: PRINCIPAL PLACE OF BUSINESS**

The corporation's registered office is located at:

610 Clematis Street #415  
West Palm Beach, FL 33401

**ARTICLE III: DURATION**

The period of existence of this corporation is perpetual.

**ARTICLE IV: PURPOSE**

This corporation is organized exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, 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 work with communities to develop healthy alternatives to traditional food sources that perpetuate obesity in at risk populations and have adverse effects on the environment. To this end, CHANGE Matters will work to develop these food sources in a sustainable way for the local community and tie these activities to employment opportunities in related fields of health care, agricultural and the natural sciences.

All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

**ARTICLE V: LIMITATIONS**

At all times the following shall operate as conditions restricting the operations and activities of the corporation:

1. No part of the net earnings of the corporation shall inure to any member of the corporation not qualifying as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, nor to any Director or officer of the corporation, nor to any other private persons, excepting solely such reasonable compensation that the corporation shall pay for services actually rendered to the corporation, or allowed by the corporation as a reasonable allowance for authorized expenditures incurred on behalf of the corporation;
2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office; and

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3. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended.

4. The corporation shall not lend any of its assets to any officer or director of this corporation or guarantee to any person the payment of a loan by an officer or director of this corporation.

#### **ARTICLE VI: DIRECTORS/MEMBERS**

The manner of election of Directors, their terms of office and other provisions will be duly set forth in the Bylaws of the corporation.

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.

#### **ARTICLE VII: NAMES OF DIRECTORS**

The corporation's first Board of Directors shall be comprised of the following natural persons:

Anne Sheehy-Moritz, 16439 88th Rd. North Loxahatchee, FL 33470  
Stephanie David, 3101 N. Australian Ave West Palm Beach, FL 33407  
Jamie Frankel, 206 SW 28th Ave Delray Beach, FL 33445  
Beth Paul, 1111 S. Ocean Blvd. #524 Boca Raton, FL 33432  
Kenneth Schultz, 401 E 74th Street 14L New York City, New York 10021

#### **ARTICLE VIII: 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 IX: 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 future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

**ARTICLE X: REGISTERED AGENT**

The Registered Agent for the corporation is:

Wendy Schultz , 610 Clematis St #415 West Palm Beach, FL 33401

**ARTICLE XI : INCORPORATOR**

The incorporator of this corporation is:

Thomas Hawkins, 610 Clematis St #415 West Palm Beach, FL 33401

Incorporator Thomas Hawkins 10/27/10 signature date

Registered Agent Wendy Schultz 10/28/10 signature date

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