

N110000003178

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



500191298785

03/25/11--01023--005 **70.00

RECEIVED
11 MAR 24 PM 4:24
DIVISION OF CORPORATIONS
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2011 MAR 24 PM 4:32

3/29/11

COVER LETTER

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

SUBJECT: What the Flower, 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: Kellie Richter
Name (Printed or typed)

1025 93rd Street, Unit 4
Address

Bay Harbor Island, FL 33154
City, State & Zip

786-375-0611
Daytime Telephone number

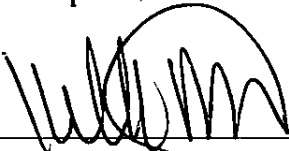
kellie@whattheflower.com
E-mail address: (to be used for future annual report notification)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2011 MAR 24 PM 4:32

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

AFFIDVIT

I am Kellie Richter, the sole principal and President of What the Flower Inc., (for profit), document#P10000087230. By this notice I allow the use and will remain a principal in What the Flower, Inc. (not for profit) and have no intention of revoking the dissolution attached. Also attached you will find the incorporation documents for the not for profit, What the Flower, Inc.



Kellie Richter

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2011 MAR 24 PM 4:32

**Articles of Incorporation
Of
What the Flower, Inc.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2011 MAR 24 PM 4:32

Article 1.

The name of the corporation is What the Flower, Inc.

Article 2.

The initial registered office of the Corporation shall be at 1025 93rd Street #4, Bay Harbor Island, FL 33154. The initial registered agent of the Corporation at such address shall be: Kellie Richter.

Article 3.

The name and address of the incorporator is:

Kellie Richter
1025 93rd Street #4
Bay Harbor Island, FL 33154

Article 4.

The Corporation shall not have Members.

Article 5.

The initial principal office address of the Corporation shall be at: 1025 93rd Street #4, Bay Harbor Island, FL 33154.

Article 6.

The Corporation is organized exclusively for charitable, educational or religious purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1986, as amended (the "Code") (or the corresponding provision of any future United States Internal Revenue Law), including, but not limited to the following:

To educate general public on creative Arts.

Article 7.

The Corporation shall have perpetual duration.

Article 8.

The affairs of the Corporation shall be managed by a Board of Directors. The number of Directors of the Corporation and method of election shall be set out more specifically in the bylaws. Initial Board Members are:

Kellie Richter
1025 93rd Street #4
Bay Harbor Island, FL 33154

Mihail Pricop
2000 Atlantic Shores Blvd #112
Hallandale, FL 33009

Joseph Vasile
680 NE 64th St #A510
Miami, FL 33138

Article 9.

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purpose of the Corporation in such manner, or to such organizations organized and operated exclusively for charitable, scientific, literary, religious or educational purposes and shall at the time qualify as an exempt organization described in Section 501(c) (3). Any such assets not disposed of shall be disposed of by the Superior Court of the County in which the principal office of the

- Corporation is then located, to another organization as said the court shall determine, to be used in such a manner as in the judgment of the court will best accomplish the general purposes for which the dissolved organization was organized.

Article 10.

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 section 501(c)(3) purposes. No substantial part of the activities of the corporation shall be carrying on of propaganda, 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.

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, 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 federal tax code.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 17th day of March, 2011.

Name of Incorporator / President

Kellie Richter

Signature of Incorporator / President



Date

3/18/11

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.

Name of Registered Agent

Kellie Richter

Signature of Registered Agent

[Handwritten Signature]

Date

3/18/11

SECRETARY OF STATE
DIVISION OF CORPORATIONS
2011 MAR 24 PM 4:32