

N 110000068453

(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



400211087134

08/22/11--01030--011 \*\*87.50

FILED  
SEP -6 AM 11:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

J. Shivers SEP 07 2011

W11-43824

## COVER LETTER

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

SUBJECT: C.A.N.D.L.E., 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: Shamus Gordon  
Name (Printed or typed)

2297 NE 16th Court  
Address

Jensen Beach, FL 34957  
City, State & Zip

772-263-8196  
Daytime Telephone number

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

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

FILED  
2001 SEP -6 AM 11:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## **Article I**

### **Name and Address of Principle Office**

The name of the Corporation shall be: The C.A.N.D.L.E. Project, Inc. Its principle office and mailing address is: 2297 N.E. 16<sup>th</sup> Court, Jensen Beach, Florida 34957.

## **Article II**

### **Duration**

The period of duration of this Corporation is perpetual.

## **Article III**

### **Purpose Clause**

The purposes for which this Corporation is organized are:

Exclusively religious, charitable, scientific, literary and educational 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). Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(3) of the Code (or the corresponding provision of any future United States Revenue law), or by an association, contributions to which are deductible under Section 170(c)(2) of the Code (or the corresponding provision of any future United States Internal Revenue law).

## **Article IV**

### **Restrictions**

- A. This Corporation is a not-for-profit corporation organized pursuant to the Florida Not-for-Profit Corporation Act, and is created, organized, and shall be operated exclusively for religious, charitable, scientific, literary and educational purposes.
- B. This Corporation does not contemplate pecuniary gain or profit to its members, directors or officers, and no part of any net earnings of the Corporation shall inure to the benefit of any member, director, officer or other individual; however, nothing herein shall prohibit the Corporation from reimbursing its directors and officers for all expenses reasonable incurred in performing services rendered to the Corporation.
- C. No substantial part of the activities of this corporation shall include or consist of 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 any candidate for public office except as authorized under the Internal Revenue Code of 1954, as amended.

FILED  
2001 SEP -6 AM 11:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

- D. The Corporation shall not engage in any “prohibited transaction”, as that term is defined in Section 503(b) of the Code (of the corresponding provision of any future United States Internal Revenue law).

## **Article V**

### **Distribution of Assets Upon Dissolution**

All of the property of this Corporation is and shall be irrevocably dedicated to religious, charitable, scientific, literary or educational purposes, and in the event of a dissolution of this Corporation, the assets shall be distributed to one or more organizations which are organized and exist exclusively for charitable, scientific, literary or educational purposes, and qualify for exemption under federal income tax under the provisions of 501 (c)(3) of the Code or to the United states of America, the State of Florida, the county or the local government. In no event shall the assets or property of the Corporation, or the proceeds of any such assets or property upon dissolution, go or be distributed to its members, either for reimbursement of any sums subscribed, donated or contributed by such members, or for any other purpose.

## **Article VI**

### **Capital Stock**

The Corporation shall have no capital stock.

## **Article VII**

### **Liability**

None of the directors, or officers of the Corporation shall be personally liable for its debts, liabilities, or obligations.

## **Article VIII**

### **Board of Directors**

The Corporation shall have the number of directors as set forth in the Bylaws, but shall never be less than three (3) and the directors shall be elected pursuant to the method of election set forth in the Bylaws. Unless otherwise provided in these Articles of Incorporation or the Bylaws, a quorum of the Board of Directors shall consist of one-third of the number of directors prescribed in the Bylaws.

## **Article IX**

### **Officers**

The officers of the Corporation shall occupy those positions designated in the Bylaws and they shall be elected and govern in accordance with the provisions of the Bylaws.

## **Article X**

### **Indemnification**

Provided the person proposed to be indemnified satisfies the requisite standard of conduct for permissive indemnification by a corporation as specifically set forth in the applicable provisions of the Florida Not-for-Profit Corporation Act and the Florida Business Corporation Act, as the same may be amended from time to time, or any successor statute, the Corporation shall indemnify its officers and directors, and may indemnify its employees and agents, from and against any and all expenses or liabilities incurred in connection with a civil or criminal proceeding brought against any such persons, or other matters referred to in or covered by said provisions, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings, both as to action in their official capacity and as to action in any other capacity during the existence of such relationship. The indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified persons may be entitled under any Bylaw provision, agreement, vote of disinterested directors or otherwise. The indemnification provided for herein shall continue as to a person who has ceased to be a director, officer, employee or agent, and shall inure to the benefit of the heirs and personal representatives of such person, and an adjudication of liability shall not affect the right to indemnification for those indemnified.

## **Article XI**

### **Incorporator**

The name and address of the Incorporator is as follows:

Name: Debby Walters      Address: 352 NE 3<sup>rd</sup> Avenue, Delray Beach, Florida 33444

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Dated this 30<sup>th</sup> day of August 2011.

By: 

## **Article XII**

### **Registered Office and Agent**

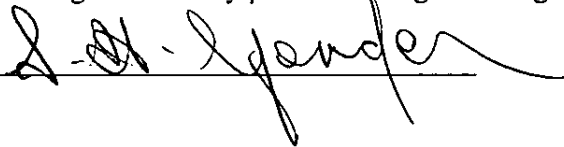
The address of the Corporation's initial registered office shall be: 2297 N.E. 16<sup>th</sup> Court, Jensen Beach, Florida 34957. Such office may be changed at any time by the Board of Directors without amendment of these Articles of Incorporation.

The corporations initial registered agent at such address shall be: Shamus Gordon.

### **ACCEPTANCE BY REGISTERED AGENT**

Having been appointed the Registered Agent of The C.A.N.D.L.E. Project, Inc., and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this 30<sup>th</sup> day of August 2011. By:



## **Article XIII**

### **Amendments**

These Articles of Incorporation may be altered or amended by the affirmative vote of a majority of the members of the Board of Directors.

FILED  
2011 SEP -6 AM 11:02  
CLERK OF DISTRICT COURT  
JACKSONVILLE, FLORIDA