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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MRS
12/20

COVER LETTER

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

SUBJECT: Containers for Charitable Purposes Inc

Enclosed is an original and one (1) copy of the Articles of Incorporation and a cheque for:

\$87.50

("ADDITIONAL COPY REQUIRED") Filing Fee, Certified Copy & Certificate of Status

FROM:

Name: Kathrin E Knowles

Address: 278 Cumquat Road NW
Lake Placid
Florida, 33852

Telephone number (863) 381 5959

E-mail address: keknowles@btinternet.com

(To be used for future annual report notification)

ARTICLES OF INCORPORATION

The undersigned represent, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation, under the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes, hereby certify and acknowledge the following:

ARTICLE I. NAME

The name of the Corporation Not for Profit shall be:

Containers for Charitable Purposes Inc

ARTICLE II. DURATION

The duration of the Corporation shall be perpetual.

ARTICLE III. PRINCIPAL OFFICE

The principal office of Containers for Charitable Purposes Inc and mailing address shall be located at:

278 Cumquat Road NW

Lake Placid

Florida, 33852

ARTICLE IV. PURPOSE

The purpose for which the corporation is organized is:

Exclusively for charitable, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code:

To research, develop and build various projects based upon the use of adapting shipping containers, for charitable purposes that fall under section 501(c)(3) of the Internal Revenue Code. These purposes may include for example:

The research, development and construction of low cost, energy efficient, hurricane resistant modular homes / apartments; modules for disaster relief purposes, multipurpose use modules, (which can also be combined and used as hurricane shelters) and modules to assist other charitable organizations in their day to day operations.

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In essence, our mission is: To research and develop the use of shipping containers for the benefit of communities in a charitable way, locally, nationally and internationally: Design and implement various projects, utilizing the construction of and combination of, various modules constructed from shipping containers. To use these projects as a basis to provide education pertaining to the relevant social, scientific, environmental, and charitable areas of interest that will be associated with the projects.

ARTICLE V MANNER OF ELECTION AND POWER OF THE BOARD

Section 5.01. Power of Board.

(a) There shall be no members: The affairs of Containers for Charitable Purposes Inc shall be managed by the Board of Directors. 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 the purposes set forth in Article IV hereof. No substantial part of the activities of the corporation shall be 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 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.

(b) If reference to federal law in these articles of incorporation imposes a limitation that is invalid in the State of Florida at any time, the last sentence of the preceding paragraph should be substituted with the following: "Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation."

Section 5.02. Number of Directors.

The number of Directors of Containers for Charitable Purposes Inc shall be not less than three. The number of Directors may be increased and subsequently decreased from time to time by amendment to the Bylaws of Containers for Charitable Purposes Inc. However, no amendment shall shorten the term of any incumbent Director nor shall the number of Directors be decreased at any time to less than three or increased to more than five.

Section 5.03. Election and Term of Directors.

(a) The first Board of Directors of the Containers for Charitable Purposes Inc shall consist of those persons named in the Articles of Incorporation. Such persons shall hold office until the first annual election of Directors when staggered terms shall be implemented.

(b) Election of Board Members shall occur at each annual meeting of the Board of Directors thereafter. The terms of Directors shall be staggered. Initial Board Members shall serve staggered terms of one, two and three years as illustrated in the Containers for Charitable Purposes Inc byelaws. Thereafter, Board members shall serve three-year terms with approximately one-third of the Directors elected / re-elected at each annual meeting. Each director shall hold office until the annual meeting when his/her term expires and until he/she is re-elected or his/her successor has been elected and qualified.

Section 5.04. Qualifications.

Directors must comprise of a majority of who are citizens of the United States. Directors may be residents of the State of Florida, other parts of the United States, or other countries

Section 5.05. Vacancies.

Vacancies shall be filled by majority vote of the remaining members of the Board of Directors for the unexpired term. A director elected to fill a vacancy shall be elected for the unexpired term of his/her predecessor in office and shall serve until he/she is re-elected or his/her successor is elected and qualified.

Section 5.06. Removal of Directors.

A director may be removed by a majority vote of the Board of Directors, at any regularly scheduled or special meeting of the Board of Directors, whenever in its judgment the best interests of the Corporation would be served thereby. However, the removal of a director may not be achieved by a Quorum; all Directors must participate at such a meeting in person and the director elected to be removed should be given a statement of the reasons why his removal would best serve the interests of the corporation. He/she should then be given an opportunity to address the meeting and to respond to this statement before a vote is taken on his/her removal. The director elected to be removed, will retain his/her right to vote at this meeting and in the absence of a majority endorsing the motion to dismiss him/her, he/she will remain a director.

Section 5.07. Resignation. Except as otherwise required by law, a director may resign from the Board at any time by giving notice in writing to the Board. Such resignation shall take effect at the time specified therein, and unless otherwise specified therein, no acceptance of such resignation shall be necessary to make it effective.

Section 5.08 Quorum of Directors and Action by the Board.

(a) Unless a greater proportion is required by law, a majority of the directors then in office shall constitute a quorum for the transaction of business. If a quorum is present at the commencement of a meeting, a quorum shall be deemed present throughout such proceedings. Except as otherwise provided by law, by the Articles of Incorporation or Containers for Charitable Purposes Inc bylaws, the act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the Board.

(b) Adverse Interest: In the determination of a quorum of the directors, any adverse interest of a director shall not disqualify the director or invalidate his or her vote.

Article VI. Meetings of the Board and Voting.

Section 6.01. Meetings of the Board

1.) After incorporation the appropriate members of the Corporation shall hold an Organizational Meeting, in accordance with Chapter 617, Florida Statutes, as amended. (Ref: 617.0205 Organizational meeting of directors).

(a) "The initial directors shall hold an organizational meeting, at the call of a majority of the directors, to complete the organization of the corporation by appointing officers, adopting bylaws, and carrying on any other business brought before the meeting".

(b) Action required or permitted by this act to be taken by incorporators or directors at an organizational meeting may be taken without a meeting if the action taken is evidenced by one or more written consents describing the action taken and signed by each incorporator or director.

(c) The directors or incorporators calling the organizational meeting shall give at least three days' notice thereof to each director or incorporator so named, stating the time and place of the meeting.

(d) An organizational meeting may be held in or out of this state.

2.) The board of directors of the Corporation may participate in a regular or special meeting by, or conduct the meeting through, the use of any means of communication which allows all directors participating to simultaneously hear one another. A director participating in such a meeting is deemed present at the meeting. In the alternative, the board of directors may take actions through signed e-mail communications provided all board members agree.

(a) Meetings of the Board of Directors, regular or special, may be held at such place in or out of the State of Florida and upon such notice as may be prescribed by resolution of the Board of Directors.

(b) An annual meeting shall be held once a year at a time and location set by the Board of Directors. The Board shall hold at least four regular meetings a year, but may meet more frequently if circumstances require.

(c) A director's attendance at any meeting shall constitute waiver of notice of such meeting, excepting such attendance at a meeting by the director for the purpose of objecting to the transaction of business because the meeting is not lawfully called or convened.

(d) Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board of Directors need be specified in the notice or waiver of such meeting.

Section 6.02. Voting

Each Director shall have one vote. All voting at meetings shall be done personally and no proxy shall be allowed. (See also section 4.08. (b) "Adverse Interest", above).

Article VII. Dissolution of the corporation

Upon the dissolution of the corporation and upon payment or adequate discharge of all liabilities and obligations, assets shall be distributed 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. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Article VIII. INITIAL OFFICERS AND/OR DIRECTORS

Name and Title: **Brian C Cusworth - Initial Director**

Address: 278 Cumquat Road NW
Lake Placid
Florida, 33852

Name and Title: **Kathrin E Knowles - Initial Director**

Address: 278 Cumquat Road NW
Lake Placid
Florida, 33852

Name and Title: **Justin D Anthony - Initial Director**

Address: 1918 Jasmine Dr.
Sarasota
Florida 34239

ARTICLE IX. REGISTERED AGENT

Name: **Kathrin E Knowles**

Address: 278 Cumquat Road NW
Lake Placid
Florida, 33852

ARTICLE X. INCORPORATOR

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name: Brian C Cusworth

Address: 278 Cumquat Road NW
Lake Placid
Florida, 33852

**Required Signatures Applicable for the ARTICLES OF INCORPORATION
and Application for Incorporation:**

Agent

This is to certify that I, Kathrin E Knowles;

*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*

Signed


Kathrin E Knowles

Date

12.16.2011

Incorporator

This is to certify that I, Brian C Cusworth, am acting as the incorporator of
Containers for Charitable Purposes Inc:

*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.*

Signed


Brian C Cusworth

Date

12-16-2011