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Special Instructions to Filing Officer:

W11-63834

Office Use Only



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12/22/11--01013--009 **78.75

12 JAN -5 PM 12:00

SECRETARY OF STATE
DIVISION OF CORPORATIONS

Am 1/12/12

COVER LETTER

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

SUBJECT: Opa Locka Weed and Seed, 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: Angela J Warren

Name (Printed or typed)

2105 Ali Baba Avenue

Address

Opa Locka, Florida 33054

City, State & Zip

(305) 953-3072

Daytime Telephone number

AWarrenopalockaweedandseed@gmail.com

E-mail address: (to be used for future annual report notification)

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED

12 JAN -5 AM 10:58

DIVISION OF CORPORATIONS

December 27, 2011

ANGELA J WARREN

2105 ALI BABA AVENUE
OPA LOCKA, FL 33054

SUBJECT: OPA-LOCKA WEED AND SEED, INC.
Ref. Number: W11000063834

We have received your document for OPA-LOCKA WEED AND SEED, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list at least one incorporator with a complete business street address.

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6962.

Valerie Herring
Regulatory Specialist II
New Filing Section

Letter Number: 011A00028643

**ARTICLES OF INCORPORATION
OF
OPA LOCKA WEED AND SEED, INC.**

RECEIVED
SECRETARY OF CORP. AFFAIRS
12 JAN -5 PM 12:00

The undersigned, acting as incorporator of a corporation under Florida Not for Profit Statutes, Chapter 617.02, adopt the following articles of incorporation.

**ARTICLE I
NAME/REGISTERED OFFICE**

The name of this corporation shall be Opa-Locka Weed and Seed, Inc. and shall be initially located at 2105 Ali Baba Avenue, Opa-Locka, Florida 33054.

**ARTICLE II
PURPOSE**

This corporation is organized exclusively for charitable, religious, 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.

More specifically to utilize a community based strategy that will encompass an innovative and comprehensive multi-agency approach to crime reduction, community revitalization and provide access to prevention, intervention, and treatment opportunities for vulnerable populations. The two pronged strategy will "weed" out guns, crime, drugs (distribution and abuse), and reduce recidivism, and "seed" in social, economic, health and educational opportunities.

To this end, the corporation shall at all times be operated 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 qualify as exempt organizations under Section 501(c) (3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

**ARTICLE III
EXEMPTION REQUIREMENTS**

1. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or others private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in the purpose clause hereof.

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.

3. Notwithstanding any other provisions of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE IV DURATION

The duration of the corporate existence shall be perpetual.

ARTICLE V MANNER OF ELECTION

The Board of Director elections shall be held as provided in the bylaws.

ARTICLE VI INITIAL OFFICERS AND/OR DIRECTORS

The management of the affairs of the corporation shall be vested in a Board of Directors, as defined in the corporation's bylaws. No Director shall have any right, title, or interest in or to any property of the corporation.

The Directors constituting the initial Board of Directors are and their names and addresses being as follows:

President	Dr. Lisa Jones 2105 Ali Baba Avenue, Opa Locka, Florida 33054
Vice Pres	Laurea Rambeau 1095 N.W. 83rd Street Miami, Florida 33150
Secretary	Phyllis Simpkins 19000 N.W. 8 Court Miami, Florida 33169
Treasurer	Dr. Carroll Storr 6421 Cow Pen Road M108, Miami Lakes, Florida 33014

ARTICLE VI
REGISTERED AGENT

The name of the Registered Agent is Angela J. Warren, 2105 Ali Baba Avenue, Opa-Locka, Florida 33054.

Having been named as registered agency 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


Signature of Registered Agent

January 2, 2012
Date

ARTICLE VII
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) officer, or Directors be subject to the payment of the debts or obligations of this corporation.

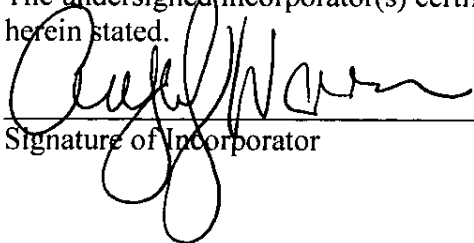
ARTICLE VIII
DISSOLUTION

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or 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 disposed of by the District Court of the county in which the principal office of the organization 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
INCORPORATOR(S)

The Incorporator(s) of this corporation is: Angela J Warren doing business at 2105 Ali Baba Avenue Opa Locka, Florida 33054.

The undersigned incorporator(s) certifies that she executes these articles for the purposes herein stated.


Signature of Incorporator

January 2, 2012
Date

12 JAN -5 PM 12:00
DIVISION OF CORPORATIONS
SECRETARY OF CORPORATION