

N12000000665

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

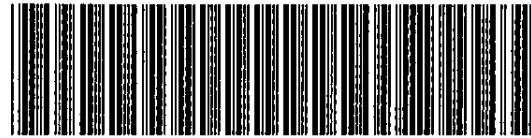
(Business Entity Name)

(Document Number)

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J. Shivers JAN 20 2012

2012 JAN 19 AM 10:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

W11-64637  
6/18



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

December 28, 2011

DEBORAH GIAMBRUNO  
837 BAYTREE LANE  
PONTE VERDE BEACH, FL 32082

SUBJECT: 110% GIVE HARDER, INC.  
Ref. Number: W11000064037

We have received your document for 110% GIVE HARDER, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

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) 245-6929.

Justin M Shivers  
Regulatory Specialist II  
New Filing Section

Letter Number: 111A00028737

**COVER LETTER**

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

**SUBJECT:** 110% Give Harder, 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:** Deborah Giambruno  
Name (Printed or typed)

837 Baytree Lane  
Address

Ponte Vedra Beach, FL 32082  
City, State & Zip

904-294-3243  
Daytime Telephone number

DJGiambruno@comcast.net  
E-mail address: (to be used for future annual report notification)

2012 JAN 19 AM 10:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FILED**

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

FILED

2012 JAN 19 AM 10:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
110% GIVE HARDER, INC.**

The undersigned, for the purposes of forming a corporation not for profit under the laws of Florida, pursuant to Chapter 617, *Florida Statutes*, hereby adopts the following Articles of Incorporation:

**ARTICLE I  
NAME AND ADDRESS**

Section 1.1 **Name.** The name of the corporation is 110% Give Harder, Inc.

Section 1.2 **Principal Office and Mailing Address of the Corporation.** The mailing address and principal office of the corporation are 822 A1A North, Suite 200, Ponte Vedra Beach, FL 32082.

**ARTICLE II  
PURPOSES**

Section 2.1 **Purposes.** The corporation is organized exclusively for charitable and educational 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. Specifically, the corporation is organized for the purpose of raising funds to support causes that promote the health and well being of the community and a healthy lifestyle, and to undertake such activities as will further the general purposes described herein.

**ARTICLE III  
BOARD OF DIRECTORS**

Section 3.1 **Corporate Affairs.** The affairs of the corporation shall be managed by its Board of Directors. The Board of Directors shall have all powers necessary or appropriate for the administration of the affairs of this corporation.

Section 3.2 **Election.** Directors shall be elected in the manner set forth in the Bylaws of the corporation.

Section 3.3 **Number.** This corporation shall have three (3) Directors initially. The number of Directors may be increased or reduced from time to time, as provided in the Bylaws of the corporation; however, the corporation shall at all times have at least three (3) Directors.

Section 3.4 **Names and Addresses of Initial Directors.** The names and addresses of the persons who are to serve as the Initial Directors of the corporation until the election or appointment of successors are as follows:

<u>Name</u>	<u>Address</u>
Jim Philip	822 A1A North, Suite 200, Ponte Vedra Beach, FL 32082
Carolyn Mathis	822 A1A North, Suite 200, Ponte Vedra Beach, FL 32082
David Green	822 A1A North, Suite 200, Ponte Vedra Beach, FL 32082

#### **ARTICLE IV LIMITATIONS**

Section 4.1 **Limitations on Actions.** No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to any member, director, officer or other private person, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to confer benefits on its members in conformity with the purposes set forth in Section 2.1 of these Articles. 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 publishing or distribution of statements) any political campaign on behalf of 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 of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law).

#### **ARTICLE V DISSOLUTION**

Section 5.1 **Dissolution.** Upon the dissolution of the corporation, assets shall be distributed to 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 local or state 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 VI  
INITIAL REGISTERED OFFICE AND AGENT**

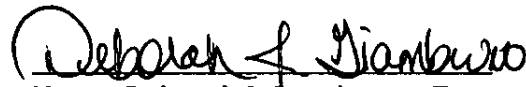
Section 6.1 **Name and Address.** The street address of the initial registered office of this corporation is: 822 A1A North, Suite 200, Ponte Vedra Beach, FL 32082, and the name of the initial registered agent of this corporation at that address is Carolyn Mathis.

**ARTICLE VII  
INCORPORATOR**

Section 7.1 **Name and Address.** The name and street address of the incorporator of the corporation are as follows:

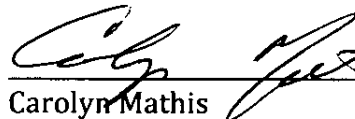
Deborah J. Giambruno, Esq.  
837 Baytree Lane  
Ponte Vedra Beach, FL 32082

IN WITNESS WHEREOF, the undersigned have made and subscribed to these Articles of Incorporation for the purposes therein set forth, all as of the 1<sup>st</sup> day of January 2012.



Name: Deborah J. Giambruno, Esq.  
Its: Incorporator

I, Carolyn Mathis, hereby accept designation as Agent for Service of Process pursuant to Article VI above.

  
Carolyn Mathis

2012 JAN 19 AM 10:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FILED**