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# **COVER LETTER**

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

SUBJECT: Green (	Complex Inc.			
SUBJECT	(PROPOSED CORPORAT	E NAME – <u>MUST INCL</u> I	UDE SUFFIX)	
Enclosed is an original	and one (1) copy of the Arti	cles of Incorporation a	nd 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 C	OPY REQUIRED	
FROM	: Meagan M. Mullens Name (Pri	nted or typed)		
	11241 NW 27 CT	dress	_	
	Plantation FL 33323 City, Si	tate & Zip	_	
	954-993-7784			
Daytime Telephone number				
mmullens@greencomplex.org E-mail address: (to be used for future annual report notification)				

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

#### **ARTICLES OF INCORPORATION**

In compliance with Chapter 617, F.S., (Not for Profit)

# FALED. 12 FEB -6 PM 3: 35

# Article I. Name

SECRETARY OF STATE FALLAMASSEE, PLOBUSA

The name of the Corporation Not For Profit shall be Green Complex, Inc.

#### **Article II. Principal Office**

Principal Street Address: 11241 NW 27<sup>th</sup> Court Plantation, FL 33323 Mailing Address: P.O. Box 452021 Sunrise, FL 33345

#### **Article III. Duration**

This Corporation shall have perpetual existence.

#### Article IV. Purpose

A. The purpose for which this Corporation is formed:

To ensure the prosperity of minority communities in South Florida.

- B. To accomplish the foregoing purpose, the corporation shall encourage participation and support development in the following areas:
  - (1) Outdoor Recreation
  - (2) Academic Excellence
  - (3) Cultural Awareness and Tolerance
  - (4) Workforce Preparedness
  - (5) Environmental Sustainability and Conservation
  - (6) Any other activity consistent with the foregoing and with the purpose of the Corporation, subject to the provisions of § 501(c)(3) of the Internal Revenue Code and its Regulations, as may be amended.

- C. The Corporation is organized exclusively for charitable, scientific and educational purposes within the meaning of § 501(c)(3) of the Internal Revenue Code, as may be amended.
- D. Green Complex, Inc. is also organized for the purposes of making contributions or donations to other § 501(c)(3) organizations within the meaning of the Internal Revenue Code, as may be amended and exempt from taxation under § 501(a) of the Internal Revenue Code, as may be amended.

#### Article V. Manner of Election

The Directors of the Corporation shall be elected in accordance with methods and qualifications specified in the bylaws of the Corporation. In no event, shall the number of Directors be fewer than three.

#### **Article VI. Initial Directors**

Meagan M. Mullens	Lolanda Mullens	Na'Taki Osborne Jelks
11241 NW 27 CT	11241 NW 27 CT	730 Peachtree St. NE
Plantation FL 33323	Plantation FL 33323	Suite 1000.
		Atlanta, GA 30308

#### **Article VII. Meetings**

- 1. After incorporation, the appropriate members of the Corporation shall hold an organizational meeting in accordance with Chapter 617, Florida Statutes, as amended.
- 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.

#### Article VIII. Powers

The powers of the Corporation shall be provided in the bylaws of the Corporation

in accordance with Chapter 617, Florida Statutes with the following limitations within the meaning of §501(c)(3) of the Internal Revenue Code, as may amended:

- No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to its members, directors, officers or other private interests. However, the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered by its employees and to make payments and other distributions in furtherance of the purposes set forth in Article III.
- 2. Only an insubstantial amount of the activities of the Corporation shall be in furtherance of a purpose not set forth in Article III.
- 3. Only an insubstantial amount of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, within the meaning of §501(c)(3) of the Internal Revenue Code, as may be amended, unless the Corporation elects the provisions of § 501(h) of the Internal Revenue Code, as may amended.
- 4. In no event shall the Corporation have the power to participate in, or intervene in, including the publishing or distributing of statements, any political campaign on behalf of, or in opposition to, any candidate for public office, all within the meaning of § 501(c)(3) of the Internal Revenue Code, as may be amended.
- 5. In the event the Corporation chooses to litigate, using its own staff attorneys on behalf of its members or other clients, the Corporation shall comply with the guidelines provided within Revenue Procedure 92-59, 1992-2 C.B. 411-12, as may be amended, superseded or modified. The bylaws of the Corporation shall adopt these provisions accordingly.

## ARTICLE IX. BYLAWS

The initial Bylaws of the Corporation shall be adopted by the Board of Directors. The Bylaws may be amended from time to time in the manner provided for therein.

#### **ARTICLE X. INDEMNITIES**

The liability of the Corporation's Officers, Directors, Employees and Agents is limited.

The Corporation shall have the power to fully indemnify its Officers, Directors, Employees and Agents as provided for in Florida Statutes Chapter 607. The determination regarding indemnity, as required by these Statutes, shall be made by the Directors.

#### **Article XI. Dissolution of Assets**

Upon the dissolution of the corporation, 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, as the Directors in their complete discretion at the time of such dissolution shall determine.

### Article XII. Registered Agent

Meagan M. Mullens 11241 NW 27 CT Plantation, FL 33323

# Article XIII. Incorporators

Meagan M. Mullens 11241 NW 27 CT Plantation, FL 33323

Lolanda A. Mullens

11241 NW 27 CT

Plantation, FL 33323

FB -6 PH 3:

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in his certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

| May | 2012
| Required Signature of Registered Agent | Date

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.

Required Signature of Incorporator

Lolanda A. Mullens

Required Signature of Incorporator

//

Date