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DIVISION OF CORPORATIONS
12 MAY 29 AM 11:08

5/30/12

COVER LETTER

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

SUBJECT: Family Meals, 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: Family Meals, Inc.

Name (Printed or typed)

4816 Sunset Boulevard

Address

Fort Pierce, FL 34982

City, State & Zip

772-287-8964

Daytime Telephone number

jay@afs-cpa.com

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

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

Articles of Incorporation

Of

Family Meals, Inc.

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12 MAY 29 AM 11:08

By these Articles of Incorporation (Articles), the undersigned Subscribers form a Corporation not for profit in accordance with Chapter 617, Florida Statutes, and pursuant to the following provisions:

ARTICLE I

NAME

The name of the corporation shall be Family Meals, Inc. For convenience, the Corporation shall be referenced to in this instrument as the "Corporation."

ARTICLE II

DURATION

The corporation shall exist perpetually unless and until dissolved according to law. Corporate existence of the Corporation shall commence upon the filing of these Articles with the Florida Department of State.

ARTICLE III

PRINCIPLE OFFICE AND MAILING ADDRESS

The principle office and mailing address of the Corporation shall be 4816 Sunset Boulevard, Fort Pierce, Florida 34982.

ARTICLE IV

REGISTERED OFFICE AND AGENT

Jay Taylor, CPA whose address is 1991 S. Kanner Highway, Stuart, Florida 34994, is hereby appointed the initial registered agent of the Corporation and the registered office shall be at said address.

ARTICLE V

PURPOSE AND POWERS OF THE CORPORATION

The Corporation shall be organized and operated exclusively for charitable and educational purposes. Included in the purpose of the corporation is providing ingredients for home cooked meals for the economically disadvantaged and encouraging family mealtime through an outreach program mainly in St. Lucie County, Florida.

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 this Article. 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 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.

Upon the dissolution of the Corporation, its 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. The Corporation initially designates the Treasure Coast Food Bank located in St. Lucie County, Florida to receive all of the assets of the Corporation upon dissolution. 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

BOARD OF DIRECTORS

The duties and powers of the Corporation shall be exercised by the Board of Directors unless provided otherwise in these Articles of Incorporation or the Bylaws, and shall include, without limitation, the following:

- (a) To engage in activities that will actively foster, promote, and advance the interests of the Corporation;
- (b) To acquire (by gift, purchase or otherwise), manage, control, own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property for which the Corporation by rule, regulation or contract may have a right or duty to engage in such activities;
- (c) To borrow money, and mortgage, pledge, deed in trust or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;
- (d) To enforce covenants, conditions, or restrictions affecting any property to the extent the Corporation may be authorized to do so under the Bylaws;
- (e) To enter into, make, perform, or enforce contracts of every kind and description, and to perform all other acts necessary, appropriate, or advisable in carrying out any purpose of the Corporation, with or in association with any other association, corporation, or other entity or agency, public or private;
- (f) To adopt, alter, and amend or repeal such Bylaws as may be necessary or desirable for the proper management of the affairs of the Corporation: Provided, however, such Bylaws may not be inconsistent with or contrary to any provisions of these Articles of Incorporation;
- (g) To sue and be sued and appear and defend in all actions and proceedings in its corporate name to the same extent as a natural person.

ARTICLE VII

MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected and appointed shall be as set forth in the Bylaws of the Corporation, provided, however, that no Director shall be elected by fewer than a majority of the Members of the Corporation who are otherwise eligible to vote for any such purpose.

The initial members of the Board of Directors, who shall serve until their successors are elected or appointed, are:

Martha Taylor, Chair
4816 Sunset Boulevard
Fort Pierce, FL 34982

Myrna Boman
2604 Robin Street
Fort Pierce, FL 34982

Jan Autin
7100 Lorraine Court
Fort Pierce, FL 34952

ARTICLE VIII
CORPORATE OFFICERS

The affairs of the Corporation shall be administered by its officers under the direction of the Board of Directors. The officers of the Corporation shall include a President, a Secretary and a Treasurer, and such other officers as the Board of Directors may, in its reasonable discretion, deem advisable from time to time. The officers shall be elected by the Board of Directors as set forth in the Bylaws. An individual may hold more than one office.

The initial officers, who shall serve until their successors are elected or appointed, are:

Martha Taylor, President
4816 Sunset Boulevard
Fort Pierce, FL 34982

Myrna Boman, Vice President
2604 Robin Street
Fort Pierce, FL 34982

Jan Autin, Secretary and Treasurer
7100 Lorraine Court
Fort Pierce, FL 34952

ARTICLE IX

NONSTOCK CORPORATION

The Corporation is organized on a nonstock basis and shall not issue shares of stock evidencing membership in the Corporation; provided, however, that membership in the Corporation may, in the discretion of the Board of Directors, be evidenced by a certificate of membership which shall contain a statement that the Corporation is a corporation not for profit.

ARTICLE X

INDEMNIFICATION

The Corporation shall indemnify every officer, director, committee member and employee of the Corporation against any and all costs and expenses, including reasonable attorney's and paralegal's fees, reasonably incurred by or imposed upon such officer, director, committee member or employee in connection with any action, suit, or other proceeding, or appeal therefrom (including settlement of any suit or proceeding, if approved by the then Board of Directors) to which he may be a party by reason of being or having been an officer, director, committee member or employee of the Corporation. Such officers, directors, committee members and employees shall not be liable for any mistake of judgment, negligent or otherwise, except for their own individual willful misfeasance, malfeasance, misconduct, or bad faith. The officers and directors of the Corporation shall have no personal liability with respect to any contract or other commitment made by them, in good faith, on behalf of the Corporation (except to the extent they may also be members of the Corporation), and the Corporation shall indemnify and forever hold each such officer and director free and harmless against any and all liability to others on account of any such contract or commitment. Any right to indemnification provided for herein shall not be exclusive of any other rights to which any officer, director, committee member, or employee, or former officer, director, committee member or employee may be entitled. The Corporation may, but shall not be obligated to, maintain adequate general liability and officers, and directors, liability insurance to fund this obligation, if such insurance is reasonably available.

ARTICLE XI

BYLAWS

The initial Bylaws of the Corporation shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the Bylaws.

ARTICLE XII

AMENDMENTS

These Articles may be amended by a majority of the Board of Directors by a majority vote. No amendment shall be effective until filed with the office of the Secretary of State of Florida, nor shall any amendment be effective which impairs the ability of the Corporation to qualify as an exempt organization pursuant to Section 501(c)(3) of the Internal Revenue Code.

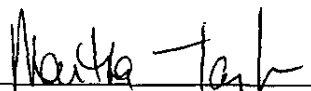
ARTICLE XIII

SUBSCRIBERS

The names and addresses of the Subscriber to these Articles of Incorporation is:

Martha Taylor
4816 Sunset Boulevard
Fort Pierce, FL 34982

IN WITNESS WHEREOF, the undersigned Subscriber has caused these presents to be executed as of the 20th day of MAY, 2012.



Martha Taylor, Subscriber

CERTIFICATE DESIGNATING REGISTERED AGENT FOR
SERVICE OF PROCESS

Pursuant to Chapters 48 and 617, Florida Statutes, the following is submitted in compliance with said Acts.

Family Meals, Inc. desiring to organize as a corporation under the laws of the State of Florida, with its registered office at 1991 S. Kanner Highway, Stuart, FL 34994, has named Jay Taylor, located at the above registered office, as its Registered Agent to accept service of process within this State.

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT 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.



Jay Taylor, Registered Agent

Date: 5/22/12

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