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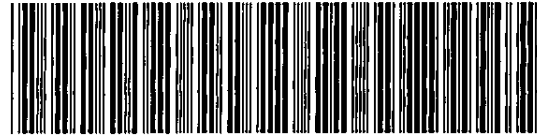
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COVER LETTER

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

SUBJECT: MyCDH, 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: Bryant Miller Olive P.A.
Name (Printed or typed)

101 North Monroe Street, Suite 900
Address

Tallahassee, FL 32301
City, State & Zip

850-222-8611 (Pamela K. Bailey)
Daytime Telephone number

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
OF
MyCDH, INC.**

The undersigned, desiring to form a nonprofit corporation pursuant to Chapter 617, Florida Statutes, do hereby make, subscribe, and acknowledge these Articles of Incorporation, as follows:

**ARTICLE I
NAME**

The name of the Corporation shall be MyCDH, Inc.

**ARTICLE II
DURATION**

The term of existence of the Corporation is perpetual. The Corporation's existence will commence on the filing of these articles by the Department of State.

**ARTICLE III
EXEMPT STATUS**

The Corporation is constituted so as to receive financial support, grants, and contributions directly or indirectly from its members, federal, state and local government agencies, other corporations and the public at large in order to provide information, education and support services to persons coping with grief over the death of a child or other loved one and to enhance public awareness of the importance and benefits of understanding and coping with the mental health and emotional issues and challenges associated with the grieving process. It has not been formed for pecuniary profit or financial gain, and no part of the assets, income, or profit of the Corporation is distributable to, or shall inure to the benefit of, its directors or officers except to the extent permitted under Chapter 617, Florida Statutes, and I.R.C. Section 501, et seq.

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its officers, directors or members; provided, however, that the Corporation is authorized and empowered to pay reasonable compensation for services rendered by any persons (including, but not limited to, its officers, directors or members) and to make payments and distributions in furtherance of its purposes as set forth in this Article III and in Article IV hereof.

Notwithstanding any other provisions of these Articles of Incorporation, 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 ("I.R.C.") or the corresponding provision of any future United States Internal Revenue Law, or (b) by

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12 AUG 16 AM 9:15
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TALLAHASSEE, FLORIDA

a corporation, contributions to which are deductible under I.R.C. Section 170(c)(2) or the corresponding provision of any future United States Internal Revenue Law.

ARTICLE IV

NONPROFIT PURPOSE

The purposes for which the Corporation is to be formed are the educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and in this connection, operate in such a manner as to advance the purposes described in Article III above, and to do the following: (i) on its own or by contracting with qualified third parties, conduct research and provide information, education, support services and other assistance to persons coping with grief and other emotional challenges arising from the death of a child or loved one; (ii) benefit other exempt corporations and to these ends to take and hold by bequest, devise, gift, grant, purchase, lease or otherwise any property, real, personal, tangible or intangible, or any undivided interest therein, without limitation as to amount or value; (iii) to sell, convey, or otherwise dispose of any such property and to invest, reinvest, or deal with the principal or the income thereof in such manner as, in the judgment of the directors, will best promote the educational and charitable purposes of the Corporation, subject only to such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of Incorporation, the By-laws of the Corporation or any laws applicable thereto; and (iii) to do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its directors or officers except as permitted under the applicable provisions of Section 617, Florida Statutes, and I.R.C. Section 501, et seq. In furtherance of its corporate purposes, the Corporation shall have all general powers enumerated in Section 617.0302, Florida Statutes.

ARTICLE V

SCOPE OF ACTIVITIES

The Corporation shall have the power, either directly or indirectly, either alone or in conjunction or cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, suitable, desirable, or proper for the furtherance, accomplishment, fostering, or attainment of any or all of the educational and charitable purposes for which the Corporation is organized, and to aid or assist other organizations whose activities are such as to further, accomplish, foster, or attain any of such purposes. Notwithstanding anything herein to the contrary, the Corporation shall exercise only such powers as are in furtherance of the exempt purposes of organizations set forth in I.R.C. Section 501(c) and the regulations thereunder as the same now exists or as they may be hereafter amended from time to time.

12 AUG 16 AM 6:15
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ARTICLE VI
PROHIBITED ACTIVITIES

No part of the activities of the Corporation shall be carrying on propaganda, or otherwise attempting to influence legislation, or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

ARTICLE VII
PLACE OF OPERATION

The operations of the Corporation are to initially be conducted principally in the County of Leon, State of Florida. Its initial principal business office shall be located at 5108 Ile de France Drive, Tallahassee, Florida 32308.

ARTICLE VIII
REGISTERED AGENT AND OFFICE

The initial Registered Agent of the Corporation shall be Judith E. Hefren. The address to which the Secretary of State shall mail a copy of any notice required by law is 5108 Ile de France Drive, Tallahassee, Florida 32308.

ARTICLE IX
INCORPORATOR

The name and place of residence of the incorporator of this Corporation is Judith E. Hefren, 5108 Ile de France Drive, Tallahassee, Florida 32308.

ARTICLE X
DIRECTORS

There shall at all times be at least three (3) members of the Board of Directors of the Corporation. The number of directors may be increased or decreased (but not below three) from time to time in accordance with the Corporation's By-Laws. Each director shall automatically be a member of the Corporation.

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12 AUG 16 AM 9:15
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ARTICLE XI
ELECTION OF DIRECTORS/TERMS

The initial members of the Board of Directors shall be appointed by the Incorporator named below. Such appointment shall be confirmed by resolution of the said initial Board of Directors. Thereafter, all directors of the Corporation shall be elected in the manner provided by the Corporation's By-Laws and shall serve until such time as their successors are duly elected and qualified to serve.

ARTICLE XII
MEMBERSHIP

The Corporation is to be organized upon a membership basis. Such memberships shall be nonredeemable, nontransferable, and nondividend bearing. Qualifications for membership and admission of new members shall be determined as set forth in the Corporation's By-laws. The initial members of the Corporation shall be the members of the Board of Directors. The Corporation may have more than one (1) class of membership (including a non-voting class of membership), and the respective rights of each class shall be set by the Board of Directors from time to time by resolution.

ARTICLE XIII
DISSOLUTION AND DISTRIBUTION

Upon the dissolution or other termination of the Corporation, no part of the property of the Corporation or any of the proceeds shall be distributed to or inure to the benefit of any of the officers, directors, or members of the Corporation, but all such property and proceeds, subject to the discharge of valid obligations of the Corporation, and to the applicable provisions of the Not-for-Profit Corporation Law of Florida, shall be distributed as directed by the members of the Corporation among one or more corporations, trusts, community chests, funds, or foundations organized and operated exclusively for religious, charitable, scientific, literary, or educational purposes, no part of the net earnings of which inure to the benefit of any private shareholder, member, or individual, on no substantial part of whose activities consist of carrying on propaganda or otherwise attempting to influence legislation or which does not participate or intervene in any political campaign on behalf of any candidate or public office; or to other entities of the type which qualify for Federal Income Tax exemption under I.R.C. Section 501(c)(3).

ARTICLE XIV
AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Directors and Officers are subject to this reservation. The Articles of Incorporation of the Corporation may be amended only upon majority vote approving such adoption by the Board of Directors of the Corporation.

ARTICLE XV
INDEMNIFICATION

The Corporation shall fully indemnify each Incorporator, Officer and Director of the Corporation, including former Officers and Directors, to the full extent permitted by the laws of the State of Florida. The form and content of the indemnification shall be set forth in greater detail in the By-laws, but shall never be less than the full extent permitted by the laws of the State of Florida.

IN WITNESS WHEREOF, we have subscribed our names this 15th day of August, 2012.



Judith E. Hefren, Incorporator


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12 AUG 15 AM 8:15
CLERK OF CIRCUIT COURT
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE


Pursuant to the provisions of Section 617.1508, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: **MyCDH, Inc.**
2. The name and address of the registered agent and office is:

<u>Judith E. Hefren</u>	12 AUG 16 AM 8:15 TALLAHASSEE, FLORIDA
(NAME)	
<u>5108 Ile de France Drive</u>	
(P.O. BOX <u>NOT</u> ACCEPTABLE)	
<u>Tallahassee, FL 32308</u>	
(CITY/STATE/ZIP)	

SIGNATURE 
Judith E. Hefren
TITLE Incorporator
DATE 8/15/12

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.

SIGNATURE 
Judith E. Hefren
DATE 8/15/12
REGISTERED AGENT FILING FEE: \$35.00