

Division of Corporations

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 Florida Department of State
 Division of Corporations
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FLORIDA PROFIT/NON PROFIT CORPORATION

Bwell Now Inc.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

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Corporate Filing Menu

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COVER LETTER

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

SUBJECT: Bwell Now 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: Lacey Fuell, LegalZoom.com, Inc.
Name (Printed or typed)100 W. Broadway, Suite 100
AddressGlendale, CA 91210
City, State & Zip800-773-0888
Daytime Telephone numberonlinefilings@legalzoom.com
E-mail address: (to be used for future annual report notification)

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

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ARTICLES OF INCORPORATION

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

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ARTICLE I NAME

The name of the corporation shall be: Bwell Now Inc.

ARTICLE II PRINCIPAL OFFICE

Principal street address:
365 Northeast 5th Street
Boca Raton, Florida 33432

Mailing address, if different is:

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

Please see attached

ARTICLE IV MANNER OF ELECTION The manner in which the directors are elected and appointed:

The method by which the directors of the corporation are elected or appointed will be stated in the bylaws.

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

Name and Title: Perry D. Bromwell, President
Address: 365 Northeast 5th Street
Boca Raton, Florida 33432

Name and Title: George X. Love, Director
Address: 365 Northeast 5th Street
Boca Raton, Florida 33432

Name and Title: Perry D. Bromwell, Secretary
Address: 365 Northeast 5th Street
Boca Raton, Florida 33432

Name and Title: Dennis St. Clair, Director
Address: 365 Northeast 5th Street
Boca Raton, Florida 33432

Name and Title: Perry D. Bromwell, Treasurer
Address: 365 Northeast 5th Street
Boca Raton, Florida 33432

Name and Title: Perry D. Bromwell, Director
Address: 365 Northeast 5th Street
Boca Raton, Florida 33432

ARTICLE VI REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

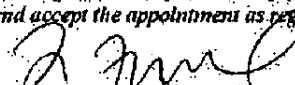
Name: United States Corporation Agents, Inc.
Address: 13302 Winding Oaks Blvd., Suite A
Tampa, FL 33612

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Name: Lacey Fuell, LegalZoom.com, Inc.
Address: 101 N. Brand Blvd., 11th Floor
Glendale, CA 91203

Having been named as registered agent 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


Required Signature of Registered Agent

Lacey Fuell, United States Corporation Agents, Inc.

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

Lacey Fuell, LegalZoom.com, Inc.

Date

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Attachment to
Articles of Incorporation of
Bwell Now Inc.

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Said organization 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 the section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The business activity for said organization is as follows: To assist at risk children, teens and adults with healthy educational, alkaline water, nutritional, supplemental and creative exercise.

No part of the net earnings of this organization 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 herein. No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and this corporation shall not participate in, or intervene in (including the 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 this document, 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 this corporation, assets remaining 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 so disposed of shall be disposed of by a Court of Competent Jurisdiction 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.

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ARTICLE IX - PURPOSE (501C3 LANGUAGE CONTINUED)

The organization is organized exclusively for charitable, educational and scientific purposes under section 501 C(3) of the Internal Revenue Code, or corresponding section of any further federal tax code.

"An organization's articles state that it's purpose is to receive contributions and pay them over to organizations that are described in Section 501C3 and exempt from taxation under Section 501a. The Organization meets the organizational test."

"If the articles state the organization is formed for charitable purposes, without any further description, such language ordinarily will be sufficient since the term charitable has a generally accepted legal meaning. On the other hand, if the purposes are stated to be charitable, philanthropic, and benevolent, the organizational requirement will **not** be met since the terms philanthropic and benevolent have no generally accepted legal meaning and, therefore, the stated purposes may, under the laws of the state, permit activities that are broader than those intended by the exemption law."

"If the articles state an organization is formed to promote American ideals, or to foster the best interests of the people, or to further the common welfare and well-being of the community, without any limitation or provision restricting such purposes to accomplishment only in a charitable manner, the purposes will not be sufficiently limited. Such purposes are vague and not accomplished other than in an exempt manner."

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 Article Third hereof. 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 the 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.

If reference to federal law in articles of incorporation imposes a limitation that is invalid in your state, you may wish to substitute the following for the last sentence of the preceding articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation."

ARTICLE X - DISSOLUTION

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, or shall be distributed to the federal government, or to a state or local 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.