

N13000001694

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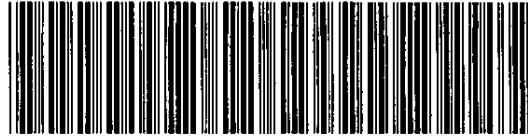
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SECRETARY OF STATE
DIVISION OF CORPORATIONS

MAY 20 2015
C LEWIS

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: ALL I KNOW INCORPORATED

DOCUMENT NUMBER: N13000001694

The enclosed *Articles of Restatement* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Claresa Bagg

(Name of Contact Person)

All I Know Incorporated

(Firm/ Company)

5501 Wesconnett Blvd #7534

(Address)

Jacksonville, FL

(City/ State and Zip Code)

Claresa@alliknowjax.com

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

For further information concerning this matter, please call:

Claresa Bagg

(Name of Contact Person)

at

904 305 4124

(Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☒ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy is
Enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

ARTICLES OF RESTATEMENT OF THE
ARTICLES OF INCORPORATION

N13000001694

Pursuant to Section 617.1007, Florida Statutes, this corporation adopts the following articles of restatement to its articles of incorporation as follow:

1. The name of the corporation is: All I Know Incorporated
2. The text of the restated articles of incorporation is attached hereto.
3. The restated articles of incorporation contain amendments to the articles of incorporation. In accordance with the provisions of Section 617.1002, Florida Statutes, the board of directors duly adopted the amendments because there are no members of the corporation.
4. The date of the adoption of the restated articles of incorporation was: 5-13-15.
5. These articles of restatement will be effective upon filing.

Date: 5-13-15


Claesa Baggs, President

15 MAY 18 AM 11:25

ALL I KNOW INCORPORATED

FILE
SECRETARY OF STATE
DIVISION OF CORPORATIONS

15 MAY 18 AM 11:25

RESTATED ARTICLES OF INCORPORATION

ARTICLE I

NAME

1.01 Name

The name of this corporation is All I Know Inc.

ARTICLE II

DURATION

2.01 Duration

The period of duration of the corporation is perpetual.

ARTICLE III

PURPOSE

3.01 Purpose

"All I Know Incorporated," is a not-for-profit corporation and shall operate exclusively for educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code.

All I Know Incorporated's purpose is to provide valuable, insightful, purpose-focused life skills to children and families. This organization is the bridge that brings communities and services together to meet the needs of low income and underserved men, women, and children. This organization's purpose is to support access to child advocacy, resources, and champion the prevention of all forms of domestic abuse. Conveying consciousness of such programs to families and individuals in need, through various workshops focusing on developing the necessary life skills to attain better living situations, in order to be able to function properly in today's society.

To maximize the corporation's impact on current efforts, the corporation may seek to collaborate with other not-for-profit organizations that fall under the 501(c)(3) section of the Internal Revenue Code and are operated exclusively for educational and charitable purposes.

At times, per the discretion of the board of directors, the corporation may provide internships or volunteer opportunities which will provide opportunities for involvement in said activities and programs in order to have a greater impact for change.

ARTICLE IV

NON-PROFIT NATURE

4.01 Non-Profit Nature

All I Know Incorporated, 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 corresponding section of any future federal tax code. No part of the net earnings of **All I know Incorporated**, shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation is authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

All I Know Incorporated is not organized and may not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational and charitable purposes. No part of the assets, receipts, or net earnings of the corporation may inure to the benefit of, or be distributed to any individual. However, the corporation may pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

4.02 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of **All I Know Incorporated**, of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

4.03 Dissolution

Upon termination or dissolution of the **All I Know Incorporated**, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of the **All I Know Incorporated**, hereunder shall be selected by the discretion of a majority of the managing body of the **All I Know Incorporated**, and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the **All I Know Incorporated**, by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. Upon a finding that this section is applicable, the court shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Florida.

In the event that the court finds that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this

corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Florida to be added to the general fund.

4.03 Prohibited Distributions

No part of the net earnings, or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, 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 III, Section 3.01.

4.04 Restricted Activities

No substantial part of the corporation's activities may be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

4.05 Prohibited Activities

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (I) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (II) 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.

ARTICLE V

BOARD OF DIRECTORS

5.01 Governance

All I Know Incorporated, shall be governed by its board of directors. Directors are elected or appointed by the incorporator, in accordance with the corporation's bylaws.

5.02 Initial Directors

The initial director(s) of the corporation shall be
Claresa Baggs
4223 Rendale Drive
Jacksonville, Florida, 32210

ARTICLE VI

MEMBERSHIP

6.01 Membership

All I Know Incorporated, shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

ARTICLE VII

AMENDMENTS

7.01 Amendments

Any amendment to the Articles of Incorporation may be adopted by approval of a majority of the board of directors.

ARTICLE VIII

ADDRESSES OF THE CORPORATION

8.01 Corporate Address

The physical address of the corporation is:

**4223 Rendale Drive
Jacksonville, Florida, 32210**

The mailing address of the corporation is:

**5501 Wesconnett Blvd
#7534
Jacksonville, Florida, 32244**

ARTICLE IX

APPOINTMENT OF REGISTERED AGENT

9.01 Registered Agent

The registered agent of the corporation shall be:

**Claresa Baggs
4223 Rendale Drive
Jacksonville, Florida, 32210**

ARTICLE X

INCORPORATOR

The incorporator of the corporation is:

**Claresa Baggs
4223 Rendale Drive
Jacksonville, Florida, 32210**