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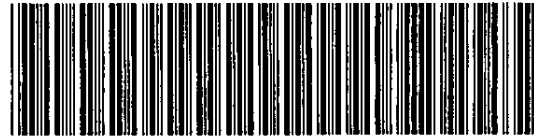
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SECRETARY OF STATE
DIVISION OF CORPORATIONS
13 OCT 15 PM 4:11

10/17/13



FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 23, 2013

FITNESS MADE AFFORDABLE
5501 UNIVERSITY CLUB BLVD. N #127
JACKSONVILLE, FL 32277

SUBJECT: FITNESS MADE AFFORDABLE
Ref. Number: W13000052748

RECEIVED
13 OCT 15 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for FITNESS MADE AFFORDABLE and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name must contain a word that will clearly indicate that it is a corporation. This word may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Claretha Golden
Regulatory Specialist II
New Filing Section

Letter Number: 713A00022312

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DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION
OF**

A Florida "Not for Profit Corporation"

FILED
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DIVISION OF CORPORATIONS

13 OCT 15 PM 4: 11

In compliance with the laws of the State of Florida, the undersigned do hereby voluntarily associate the purpose of forming a corporation not-for-profit for the purpose and with powers set forth herein.

ARTICLE 1 – NAME AND PRINCIPAL OFFICE

The name of the corporation is **Fitness Made Affordable Corporation**. The principal office of the corporation shall be located at **5501 University Club Blvd N #127, Jacksonville, FL 32277** but the Corporation may maintain offices and transact business in such places, within or without the State of Florida, as may from time to time be designated by the Board of Directors. The principal office shall also be the mailing and registered office address.

ARTICLE II – TERM OF EXISTENCE

The period of duration is perpetual. The corporation is organized pursuant to the Not for Profit Corporation laws of the State of Florida. The date on which corporate existence shall begin is the date of which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

ARTICLE III – PURPOSE AND POWERS

The purpose of this corporation shall be exclusively charitable, religious, educational or scientific under Section 501(c) (3) of the Internal Revenue Code, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c) (3) of the Code or corresponding section of any future federal tax code.

The organization may undertake the following activities:

- A. To help low to moderated income people of different generations by offering opportunities to become healthy, physically fit and confident by building self esteem.
- B. To lower blood pressure, promote weight loss through line dance, aerobics, educational and physical activities.

C. For such purposes, the Corporation shall have and exercise the following authority and powers:

1. To have and exercise any and all powers, rights and privileges which a Corporation organized under the law of the State of Florida may not or hereafter have or exercise.
2. To do all things necessary or desirable to accomplish the purpose of the Corporation as the Directors of the Corporation may from time to time deem appropriate which are consistent with powers conferred upon a not-for-profit corporation under the laws of the State of Florida and the Internal Revenue Code.
3. To purchase, take, receive, lease, take by gift, devise or bequest, or otherwise acquire, own, hold improve, use or otherwise deal in and with real or personal property of any interest therein, wherever situated.

ARTICLE IV – POWERS – NO DISTRIBUTION OF GAIN

No part of the net earning of the corporation shall inure to the benefit of, or be distributed to its members, trustees, officers, or other private persons, except that the corporation shall 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. The corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. No substantial part of the activities of the corporation shall consist of 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 any candidate for public office. Notwithstanding any other provision of these articles, this organization 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. Nor shall the corporation carry on any other activities not under section 501(c) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future Federal tax code or 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 – REGISTERED AGENT

The name and address of the initial registered agent and office of the Corporation is:

Kim Hinton, 5501 University Club Blvd N #127, Jacksonville, FL 32277

ARTICLE VI – BOARD OF DIRECTORS

The affairs of this corporation shall be managed by a Board of Directors. The number of Directors of the Corporation shall be not less than five (4), provided however that the Board of Directors may, from time to time, increase or decrease the number of Directors, so long as the number of Directors does not exceed 15. The method of election of the Board of Directors shall be in stated in the Bylaws. The names of and addresses of the initial Board of Directors are:

Ms. Kim Hinton
5501 University Club Blvd N #127
Jacksonville, FL 32277

Mr. Cary Vincent Roberts Sr
1402 Menlo Ave
Jacksonville, FL 32218

Evelyn P. Haywood
785 Oakleaf Plantation Pkwy Unit #233
Orange Park, FL 32065

Tamara Sulph
11529 Birch Forest Circle W
Jacksonville, FL 32218

ARTICLE VII – OFFICERS

Subject to the direction of the Board of Directors, the officers shall administer the affairs of this corporation as designed in the Bylaws. The names and addresses of the officers who shall serve until the first annual meeting of the Board of Directors are:

Founder – Kim Hinton

Treasurer – Cary Vincent Roberts Sr

President – Evelyn P. Haywood

Secretary – Tamara Sulph

Such other officers may be authorized and elected pursuant to the Corporation Bylaws

ARTICLE VIII – BYLAWS

The Bylaws of the Corporation shall be adopted by the first Board of Directors, which Bylaws may be altered, amended, modified or repealed in the manner set forth in the Bylaws.

ARTICLE IX – AMENDMENTS

The Corporation reserves the right to amend or repeal any of the provisions contained in these Articles of Incorporation or any amendments hereto. Written notice setting forth the proposed amendment of a summary of the changes to be effected by the amendment must be given to each director in the same manner as notice for the meeting. Such amendment shall require the assent of a two-thirds majority vote of the Directors present.

ARTICLE X – DISSOLUTION

The Corporation may be dissolved with the assent given in writing and signed by not less than seventy-five percent (75%) of the Directors. Upon dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed for one or more exempt purposes within the meaning of section 501(c) (3) of the Internal Revenue Code or any corresponding section of any future federal tax code or shall be distributed for a public purpose to the federal government, a state or local government or to an organization recognized as exempt under section 501(c) (3) of the Internal Revenue Code to be used exclusively for charitable and educational purposes. The Circuit Court of the county in which the principal office of the organization is located, shall dispose of any assets not disposed of, exclusively for such purposes or to such organization(s) as said court shall determine in organized and operated exclusively for such purpose, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

ARTICLE XI – INDEMNIFICATION OF DIRECTORS

A director shall discharge his or her duties as director, including his or her duties as a member of any committee:

- A. With good faith:
- B. With care and ordinarily prudent person in a like position would exercise Under similar circumstances; and
- C. In a manner he reasonably believes to be in the best interests of the Corporation.

In discharging his or her duties, a Director may rely upon information, opinions, reports or statements, including financial statements and other financial data, if prepared or presented by:

- A. One or more officers or employees of the Corporation whom the Director reasonably to be reliable and competent in the matters presented;
- B. Legal counsel, public accountants or other persons as to matters the Director reasonable believes are within the person's professional or expert competence;
- C. A committee of the Board of Directors of which he is not a member, if the If the Director reasonable believes the committee merits confident.

A Director is not liable for any action taken as a Director, or failure to take any action, if he performed the duties of his office in reliance on this provision.

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall be deemed exclusive of any other rights to which such Director or Office (or such heirs, executors of administrators) may be entitled apart from this Article:

ARTICLE XII – INCORPORATOR

The name and address of the incorporator is:
Kim Hinton, 5501 University Club Blvd N #127, Jacksonville, FL 32277

These Articles of Incorporation are hereby executed by the
Incorporator on this 10 day of OCTOBER 20 13.



Incorporator

STATE OF FLORIDA]

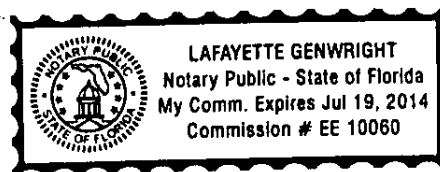
COUNTY OF DUVAL]

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgements, personally appeared Kimberly E. Hinton, who is personally known to me known or who, has produced FL driver's license as identification and who did not take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this day of October 10, 20 13.



NOTARY PUBLIC STATE OF FLORIDA
Print Name:
My Commission Expires:



CERTIFICATE OF DESIGNATION OF PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

Fitness Made Affordable Corporation

_____ desiring to organize or qualify
under the laws of the State of Florida, with its principal place of business in the City of
Jacksonville, County of Duval, State of Florida, has name:

Kim Hinton

_____, Jacksonville Fl 32277, as its agent to accept service
of process within Florida.

Kim Hinton
(Print Name)

Treasurer Cary Roberts
(Date) 10/9/13

Having been named to accept service of process for the above stated corporation,
at the place designated in the certificate, I agree to act in this capacity and I further agree
to comply with the provisions of all statutes relative to the proper and complete
performance of my duties.

Kim Hinton
(Print Name)
(Date) 10-9-13

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