

N13000009984

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ MAIL

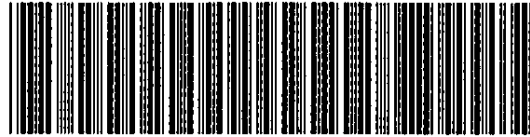
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

**Special Instructions to Filing Officer:**

Office Use Only



300252910453

11/04/13--01017--012 \*\*87.50

FILED  
19 NOV -4 PM 12:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MD 11/5

## COVER LETTER

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

**SUBJECT:** Happy Faces Food Program, 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:** Reginald Phillips

Name (Printed or typed)

5036 Dr. Phillips Blvd. #318

Address

Orlando, FL 32819

City, State & Zip

(407) 963-3028

Daytime Telephone number

rphillips@kpassurance.com

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**  
**Happy Faces Food Program, Inc.**  
**A Non Profit Corporation**

FILED  
19 NOV -4 PM 12:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, being over the age of eighteen (18) years and competent to contract, for the purpose of organizing a Corporation not-for-profit pursuant to the laws of the **State of Florida**, does hereby adopt the following Articles of Incorporation, and does hereby agree and certify as follows:

**ARTICLE I**

**NAME**

The name of this Corporation shall be Happy Faces Food Program, Inc.

**ARTICLE II**

**PRINCIPAL OFFICE**

The principal and mailing address of the the Corporation shall be 5036 Dr. Phillips Boulevard #318, Orlando, Florida 32819.

**ARTICLE III**

**PURPOSE AND POWERS**

The primary purpose for which this Corporation is established is to provide relief for low-income children and senior adults suffering from hunger in Central Florida.

(1) The purpose for which the Corporation is organized and operated is exclusively for charitable 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 the corresponding section of any future federal tax code. Such purposes shall include the following:

- (a) furnishing supplemental, nutritious meals and snacks for children
- (b) supplying wholesome, health promoting meals for senior adults

(2) As a means of accomplishing the above purposes and methods, the Corporation shall have the following powers:

(a) To receive and accept gifts of money and property and to hold the same for any of the purposes of the Corporation and its work.

(b) To raise and assist in raising funds for the purposes herein set forth, including the issuance of bonds or other instruments of credits.

(c) To acquire, own, lease, mortgage and dispose of property both real and personal.

(d) To accept property and donations in trust for charitable purposes.

(3) The property of the Corporation is irrevocably dedicated to charitable purposes, and no part of the net earnings of the corporation/organization shall inure to the benefit of, or be distributable to its members, trustees, directors, officers or other private persons, except that the corporation/organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of Section 501(c)(3) purposes.

(a) No substantial part of the activities of the corporation/organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation/organization 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.

(b) The Corporation shall not:

(1) operate for the purpose of carrying on a trade or business for profit;

(2) accumulate income, invest income, or divert income, in a manner endangering its exempt status; or

(3) except to an insubstantial degree, engage in any activity or exercise any powers that are not in furtherance of the purposes of the Corporation.

## **ARTICLE IV**

### **MANNER OF ELECTION**

Directors shall be elected as set forth in the Corporation's bylaws.

## **ARTICLE V**

### **INITIAL BOARD OF DIRECTORS**

This Corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than three (3). The name and street addresses of the initial directors of this Corporation are:

Reginald Phillips, President: 1905 Pamlynne Place, Windermere, FL 34786

Erna Smart, Secretary: 4528 Woodlands Village Drive Orlando, FL 32835

Barry Dillard, Treasurer: 2423 Spice Bush Loop, Apopka, FL 32712

## **ARTICLE VI**

### **INITIAL REGISTERED AGENT AND OFFICE**

The name and address of the registered agent shall be as follows:

Reginald Phillips

1905 Pamlynne Place

Windermere, FL 34786

## **ARTICLE VII**

### **INCORPORATOR**

The name and street address of the Incorporator is:

Reginald Phillips

1905 Pamlynne Place

Windermere, FL 34786

## **ARTICLE VIII**

### **BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

## **ARTICLE IX**

### **INDEMNIFICATION**

This Corporation may be empowered to indemnify any officer or director, or any former officer or director in the manner set out and provided for in the bylaws of this Corporation.

Notwithstanding any other provision of these articles, the corporation/organization shall not carry on any other activities nor permitted to be carried on:

(1) by a corporation/organization exempt from Federal income tax under Section 501(c)(3) of the I.R.S. Code (or corresponding section of the any future Federal tax code) or

(2) by a corporation/organization, contributions to which are deductible under Section 170(c)(2) of the I.R.S. Code (or corresponding section of any future Federal tax code.)


(a) Upon dissolution of this corporation/organization assets 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.

## ARTICLE X

### AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto.

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.

 10/24/13

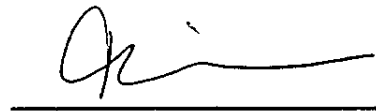
Signature Incorporator /Date

REGINALD PHILLIPS

Print Name / Title

PRESIDENT

Having been named as registered agent to accept services 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.



Signature/Registered Agent

REGINALD PHILLIPS 10/24/13

Print Name

Date

FILED  
13 NOV -4 PM 12:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA