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1/4

COVER LETTER

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

SUBJECT: **BETTERHUMANS 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: **James Clement**
Name (Printed or typed)

20801 Biscayne Blvd., #403
Address

Aventura, FL 33180
City, State & Zip

305-785-0174
Daytime Telephone number

clementlawyer@gmail.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
BETTERHUMANS INC.**

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ARTICLE I

NAME

1.01 Name

The name of this corporation shall be BETTERHUMANS INC (hereinafter "BETTERHUMANS").

ARTICLE II

DURATION

2.01 Duration

The period of duration of the corporation is perpetual.

ARTICLE III

PURPOSE

3.01 Purpose

BETTERHUMANS is a non-profit corporation which shall operate exclusively for scientific, 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.

The organizers of BETTERHUMANS believe that science and technology can be utilized to temporarily or permanently overcome disease, slow or reverse aging, and improve upon our physical and mental attributes. BETTERHUMANS will act as a Scientific Research Organization whose work will be directed and carried out primarily by staff scientists, interns, or volunteers, in both fundamental and applied sciences. Staff scientists will use observation, experimentation, and reasoning to achieve their results.

BETTERHUMANS will also endeavor to educate fellow researchers and the general public in areas of biological science and human enhancement technologies. The staff scientists shall, in their best judgement, publish their findings in various lay, scientific and medical journals or media.

3.02 Public Benefit

BETTERHUMANS is designated as a public benefit corporation.

ARTICLE IV

NON-PROFIT NATURE

4.01 Non-profit Nature

BETTERHUMANS is organized exclusively for charitable, educational and scientific 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.

4.02 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of BETTERHUMANS 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 BETTERHUMANS, 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 BETTERHUMANS hereunder shall be selected by the discretion of a majority of the managing body of BETTERHUMANS 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 BETTERHUMANS by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable 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 shall find 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 of the corporation shall inure to the benefit of, or be distributable to its members, directors, 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 III, Section 3.01.

4.04 Restricted Activities

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.

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

BETTERHUMANS shall be governed by its board of directors. The directors will be elected, maintained, and appointed in accordance with the corporation's bylaws.

5.02 Initial Directors

The initial directors of the corporation shall be:

1. James William Clement, 20801 Biscayne Blvd., Suite 403, Aventura, FL 33180.
2. Parijata Mackey, 20801 Biscayne Blvd., Suite 403, Aventura, FL 33180.
3. Robin Mackey, 3040 NE 190 Street, #309, Aventura, FL 33180.

ARTICLE VI

MEMBERSHIP

6.01 Membership

BETTERHUMANS 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 two-thirds (2/3) of the board of directors.

ARTICLE VIII

ADDRESSES OF THE CORPORATION

8.01 Corporate Address

The physical address of the corporation is: 20801 Biscayne Blvd., Suite 403, Aventura, Florida 33180.

The mailing address of the corporation is: 20801 Biscayne Blvd., Suite 403, Aventura, Florida 33180.

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ARTICLE IX

Appointment of registered agent

9.01 Registered Agent

The name and address of the registered agent of the corporation shall be:

James William Clement
20801 Biscayne Blvd., Suite 403
Aventura, Florida 33180

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.


Signature of Registered Agent


Friday, November 1, 2013

ARTICLE X

INCORPORATOR

The name and address of the Incorporator of the corporation is:

James William Clement
20801 Biscayne Blvd., Suite 403
Aventura, Florida 33180


Signature

Friday, November 1, 2013