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FLORIDA PROFIT/NON PROFIT CORPORATION
GRACE PACKS, INC.

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From: Lisa Gable

CRARY ❖ BUCHANAN

Fax: (772)223-4365

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Number of Pages Excluding Cover: 6

Subject: Articles of Incorporation for Grace Packs, Inc. / H13000266023 3

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ARTICLES OF INCORPORATION
OF
GRACE PACKS, INC.

THE UNDERSIGNED hereby associate themselves for the purpose of forming a corporation not-for-profit under and pursuant to Chapter 617, Florida Statutes (2013) and do certify as follows:

ARTICLE I
NAME

The name of this corporation is GRACE PACKS, INC. The corporation is sometimes referred to herein as the "Corporation".

ARTICLE II
DEFINITIONS

All terms used herein are to have the same meaning as said terms have in the By-Laws of the Corporation and any amendments thereto, subject to definitions set forth in Florida law.

ARTICLE III
PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal office of the Corporation is: 5928 NW Hann Drive, Port St. Lucie, FL 34986-3846. The mailing address of the Corporation is: 5928 NW Hann Drive, Port St. Lucie, FL 34986-3846.

ARTICLE IV
REGISTERED OFFICE AND AGENT

The street address of the Corporation's initial registered office and the name of its initial registered agent at that address are as follows:

Laura A. Klosterman 5928 NW Hann Drive
Port St. Lucie, Florida 34986-3846

ARTICLE V
OBJECTS, PURPOSES AND POWERS

Section 1. The purpose of the corporation is to provide food for students in need; to provide breakfast, lunch and dinner foods at the end of each school week to students whose families may be food insecure, and to engage in any other activity which further these purposes or are ancillary or incident thereof, and to engage in other activities permitted for charitable organizations under the laws of the State of Florida, any other state and the United States.

Section 2. The purposes for which the Corporation is organized are exclusively religious, charitable, scientific, literary, and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

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Section 3. Notwithstanding any other provision of these articles, this Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

Section 4. 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 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 the State Court having jurisdiction in 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.

Section 5. The Corporation shall have the power to do all things necessary and proper to carry out and accomplish the above objects and purposes and of such other objects and purposes as are deemed necessary or proper by its Directors. The Corporation shall have all of the powers of a Corporation not-for-profit organized and existing under the laws of the State of Florida, and all the powers reasonably necessary to implement the powers of the Corporation.

ARTICLE VI
MEMBERS

The Corporation shall not have any members.

ARTICLE VII
TERM

This Corporation shall exist perpetually.

ARTICLE VIII
BOARD OF DIRECTORS

The business and affairs of the Corporation shall be managed by a Board of Directors consisting of not less than two (2) Directors. The first Board of Directors shall consist of three (3) members. The Board of Directors shall be elected by the directors as provided in the By-Laws of the Corporation. The names and addresses of the first Board of Directors who shall hold office until the first annual meeting and thereafter until their successors are elected and have qualified, are as follows:

Name

Address

Laura A. Klosterman

5928 NW Hann Drive
Port St. Lucie, FL 34986-3846

Lisa Ferrick

5308 Palm Drive
Fort Pierce, FL 34982

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Hellon Singletary

Terraces on the Square
2059 SE Hillmoor Drive, #306
Port St. Lucie, FL 34952

ARTICLE IX
OFFICERS

The officers of the Corporation shall consist of a President, one or more Vice Presidents, a Secretary and a Treasurer. The officers of the Corporation shall be elected by the Board of Directors of the Corporation in accordance with the provisions of the By-Laws of the Corporation. Any two (2) or more offices may be held by the same person, except the offices of President and Secretary. Officers, except for the President and Secretary, need not be members of the Board of Directors. The initial officers are:

President
Vice President
Secretary
Treasurer

Laura A. Klosterman
Lisa Ferrick
Laura A. Klosterman
Hellon Singletary

ARTICLE X
INDEMNIFICATION

Every Director and every officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees reasonably incurred by or imposed by him in connection with any proceeding to which he may be a party, or in which he may become involved, by reason of his being or having been a Director or officer of the Corporation, or any settlement thereof, whether or not he is a Director or officer at the time such expenses are incurred, except in such cases wherein the Director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement, the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interest of the Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or officer may be entitled.

ARTICLE XI
AMENDMENT OF ARTICLES

These Articles may be amended by an affirmative vote of a two-thirds (2/3rds) majority of the directors of the Corporation.

ARTICLE XII
BY-LAWS

The Corporation shall adopt By-Laws governing the conduct of the affairs of the Corporation. The By-Laws shall be altered, amended, or rescinded as provided in the By-Laws by the affirmative vote of a two-thirds (2/3) majority vote of the Board of Directors of the Corporation.

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ARTICLE XIII
INCORPORATORS

The name and address of the incorporator to these Articles of Incorporation is as follows:

Laura A. Klosterman

5928 NW Hann Drive
Port St. Lucie, FL 34986-3846.

IN WITNESS WHEREOF, the incorporators have hereunto set his hand and caused these Articles of Incorporation to be executed this 3 day of December, 2013.

Laura A. Klosterman
Laura A. Klosterman

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 3 of December, 2013, by Laura A. Klosterman, who ☐ is personally known to me or ☐ has produced FLORIDA DRIVER'S LICENSE as identification and who ☐ did or ☐ did not take an oath. He subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

Lisa H. Gable
Notary Public



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ACKNOWLEDGMENT AND ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-stated Corporation, at the place (i.e., registered office) designated in the Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said place (registered office).

Laura A. Klosterman
Laura A. Klosterman

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