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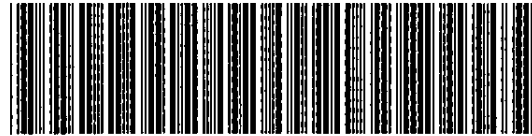
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# Golden & La Neve

ATTORNEYS AND COUNSELORS AT LAW  
644 SOUTHEAST 4TH AVENUE  
FORT LAUDERDALE, FLORIDA 33301

FILE NUMBER

4018-1

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E. SCOTT GOLDEN  
EUGENE J. LANEVE  
JUSTIN C. CARLIN

VIA FEDEX

December 4, 2013

Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

Re: Fresh New Start, Inc.

Dear Sir/Madam:

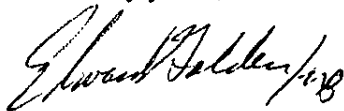
Enclosed are two original executed copies of the Articles of Incorporation for the referenced corporation for filing with the Secretary of State.

Also enclosed is a check in the amount of \$78.75 to cover the filing fee and costs, as follows:

Filing Articles of Incorporation:	\$ 70.00
Certified copy of Articles of Incorporation:	<u>8.75</u>
Total:	\$ 78.75

Please forward one certified copy of the Articles of Incorporation to the undersigned at your earliest convenience.

Sincerely yours,



E. SCOTT GOLDEN

ESG/nb

Encs.

cc: LeAnne Gibbs

**ARTICLES OF INCORPORATION**

**OF**

**FRESH NEW START, INC.**

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**ARTICLE I - NAME**

The name of this Corporation is Fresh New Start, Inc.

**ARTICLE II - DURATION**

This Corporation shall have perpetual existence, and the corporate existence will commence on the filing of these Articles by the Department of State.

**ARTICLE III - PURPOSE**

This Corporation is organized for all lawful purposes permitted to be carried out by a corporation not-for profit, limited however to such purposes as are permitted by an organization recognized as an exempt organization pursuant to Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, as explained in the relevant Treasury Regulations ("Internal Revenue Code"). The purposes of the Corporation shall include, but shall not be limited to, the following lawful purposes:

1. General purpose and mission: The general purpose of the Corporation is the charitable purpose of relieving the distress of young women whose husbands have died from cancer or due to complications from cancer.

2. The mission of the corporation is to refresh and renew young women who have lost their husbands to cancer and to encourage and support such young women as they both start and endure each of their individual journeys as a young widow. In support of such mission:

A. To support and advocate for young widows whose spouses died of cancer by offering opportunities for refreshment and renewal.

B. To offer first year widows a retreat with a small group of companions, to be planned, coordinated, and organized by the Corporation or a travel specialist, with the cost underwritten by the Corporation.

C. To provide connections and foster relationships between cancer widows and various experts who can provide information on a wide array of matters (including, but not limited to, grief management, finances, parenting, and relationships) that affect young widows and, specifically, young cancer widows.

D. To advocate on behalf of young cancer widows before research and other institutions consistent with Section 4 of this Article III..

E. To educate the public regarding issues and policies related to young widowhood, cancer caregiving, or other issues that may affect the lives of young cancer widows.

F. To redeem the cancer experience and death of the spouse of the young cancer widow by assisting her throughout her journey as a widow.

G. To purchase, lease, operate, maintain, pledge, mortgage, convey and maintain real property in furtherance of the Corporation's other lawful purposes.

H. To create an endowment to fund the Corporation's other lawful purposes.

3. The foregoing purposes are subject to the general limitation that the purposes for which the Corporation is organized are to receive and maintain real or personal property, or both, and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific,

literary, or educational purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code.

4. No substantial part of the activities of the Corporation shall involve the attempt to influence legislation. The Board of Directors of the Corporation may, from time to time, choose to elect coverage under, and compliance with, the requirements of Section 501(h) of the Internal Revenue Code, in the manner and at the time provided in such Section.

5. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any director or officer of the Corporation or any member of the Corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no director or officer of the Corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

6. The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by Section 4942 of the Internal Revenue Code. The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code. The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code. The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code. The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

7. Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Corporation, dispose of all of the

assets of the Corporation exclusively for the purpose of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code, as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by a court of competent 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 the Court shall determine, that are organized and operated exclusively for such purposes.

#### **ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT AND PRINCIPAL OFFICE AND MAILING ADDRESS**

The street address of the initial registered office of this Corporation is 644 Southeast Fourth Avenue, Fort Lauderdale, Florida 33301, and the name of the initial registered agent of this Corporation at that address is E. Scott Golden. The principal office of the Corporation is 1345-C Thomasville Road, Tallahassee, Florida 32304, and the mailing address of the Corporation is 3551 Blairstone Road 105-129, Tallahassee, Florida 32301.

#### **ARTICLE V - CAPITAL STOCK**

This Corporation shall be a non-stock, not-for-profit corporation.

#### **ARTICLE VI - INITIAL BOARD OF DIRECTORS**

This corporation shall have five directors initially. The number of directors may be increased or decreased from time to time in accordance with the Bylaws, but never shall be less than three. The name and address of each of the initial directors of this Corporation are:

LeAnne Gibbs  
4146 Faulkner Lane  
Tallahassee, FL 32311

Carrie Madden  
25189 Key Grass Court  
Punta Gorda, FL 33955

John Simpson  
640 Linkside Hollow  
Alpharetta, GA 30005

Sarah Owen  
1201 7<sup>th</sup> Street, NW, Apartment 103  
Washington, DC 20001

Elizabeth Bussey  
540 Moss View Way  
Tallahassee, FL 32312

#### **ARTICLE VII - ELECTION OF BOARD OF DIRECTORS**

The members of the Board of Directors shall be elected annually by majority vote at a meeting of the Board of Directors to be held no later than the first Wednesday after February 15 of each year. Each person elected to the Board of Directors shall take office immediately upon election and shall remain in office until his death, his resignation, or another person is elected by the Board of Directors to succeed him.

#### **ARTICLE VIII - MEMBERS**

The Corporation shall not have members.

#### **ARTICLE IX - INCORPORATOR**

The name and address of the person signing these Articles is:

E. SCOTT GOLDEN  
644 Southeast Fourth Avenue  
Fort Lauderdale, Florida 33301

## ARTICLE X - INDEMNIFICATION

The Corporation shall indemnify any officer or director or any former officer or director to the fullest extent permitted by law.

## ARTICLE XI - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, inconsistent with Florida law or as permitted by the Bylaws.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 4 day of December, 2013.

  
\_\_\_\_\_  
E. SCOTT GOLDEN

I submit this document and affirm that the facts stated in it are true. I am aware that any false information submitted to the Department of State constitutes a third degree felony as provided in Section 817.155, *Florida Statutes*.



**CERTIFICATE DESIGNATING REGISTERED OFFICE FOR THE SERVICE  
OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM SERVICE  
MAY BE SERVED, AND ACCEPTING DESIGNATION AS REGISTERED AGENT**

This Certificate is submitted pursuant to Section 48.091 and 617.0501, *Florida Statutes*, as follows:

Fresh New Start, Inc., desiring to organize under the laws of the State of Florida with its registered office, as indicated in its Articles of Incorporation, in the City of Fort Lauderdale, County of Broward, State of Florida, has named E. Scott Golden, of 644 Southeast Fourth Avenue, Fort Lauderdale, Florida 33301, as its agent to receive service of process within this State.

**ACKNOWLEDGMENT:**

Having been named as registered agent to accept service of process for the above-named Corporation at the place designated in this Certificate, I hereby accept the appointment as registered agent and agree to act in this capacity.

  
\_\_\_\_\_  
E. SCOTT GOLDEN

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