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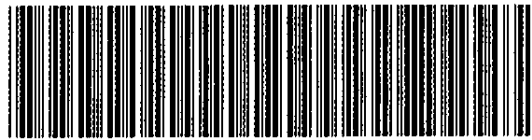
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RECEIVED
14 APR -4 PM 4:19
DIVISION OF CORPORATION

APPROVAL
AND
FILED
14 APR -4 PM 4:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1/14

COVER LETTER

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

SUBJECT: Project HOPE, 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: Makeba C. Butler

Name (Printed or typed)

3909 Reserve Dr. #633

Address

Tallahassee, FL 32311

City, State & Zip

850-242-9222

Daytime Telephone number

makeba.c.butler@outlook.com

E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

APPROVED
AND
FILED

ARTICLES OF INCORPORATION
For

14 APR -4 PM 4:42

Project HOPE of America, Inc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a nonprofit Corporation under the Florida Not For Profit Corporation Act, Florida Statutes, Chapter 617, makes and adopts the following Articles of Incorporation:

ARTICLE I
Name

The name of the Corporation is as follows:

Project HOPE^{of} America, Inc.

ARTICLE II
Principal Office

The address of the principal office of the Corporation is 3909 Reserve Drive, #633, Tallahassee, FL 32311.

ARTICLE III
Purposes

The Corporation is organized, and shall be operated exclusively for charitable, scientific and educational purposes, including but not limited to, engaging in activities that will raise the standards of civil awareness and community welfare through educational means, and to disseminate knowledge which may be useful for its members and the community in their work and home life; and as a result, to make them more proficient in their activities as citizens and residents of Florida. In addition, the organization is organized to include such purposes as, 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.

ARTICLE IV
Members

The Corporation shall have no members. The Board of Directors serves in advisory capacity as stated in bylaws.

ARTICLE V
Advisory Board of Directors and Officers

The Corporation shall have a minimum of 5 directors initially who will serve in an advisory capacity. The number of directors may either be increased or diminished from time to time, as provided in the Bylaws, but will never be less than three (3). The method of election or appointment of the directors shall be as provided by the bylaws.

In the event of election, each director shall be elected by majority vote of the members in the manner and at the times set forth in the bylaws. Any director may be removed by the affirmative vote of at least two-thirds of the board of directors.

ARTICLE VI
Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is:

Makeba C. Butler
10909 Campus Heights Ln.
Jacksonville, FL 32218-8216

ARTICLE VII
Incorporators

The name and street address of the initial incorporator is as follows:

Makeba C. Butler
3909 Reserve Drive, #633
Tallahassee, FL 32311

ARTICLE VIII
Not For Profit

The Corporation is a not for profit Corporation under Chapter 617, Florida Statutes. The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of its directors or officers, except to the extent permissible under these articles, under law and under 26 U.S.C.A. § 501(c)(3) (referred to below as "code"). No member shall have any vested right, interest or privilege in or to the assets, income or property of the Corporation and no part of the income or assets of the Corporation shall be distributable to or for the benefit of its members, except to the extent permissible under these Articles, under law and under 26 U.S.C.A. § 501(c)(3).

ARTICLE IX
Duration

The duration (term) of the Corporation is perpetual.

ARTICLE X
Powers

Solely for the above purposes, the Corporation shall have the following powers:

A. To exercise all rights and powers conferred by the laws of the State of Florida on nonprofit Corporations, including, but not limited to, those set forth in Florida Statutes Chapter 617 and the following powers: to acquire by bequest, devise, gift, grant, donation, contribution, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of the property and the income, principal and proceeds of the property.

B. To engage in and transact any other lawful activity, solely in furtherance of the above purposes, for which nonprofit Corporations may be incorporated under the Florida Not For Profit Corporation Act, and any successor or amendment to the Florida Not For Profit Corporation Act.

C. To do any other things as are incidental to the powers of the Corporation or necessary or desirable in order to accomplish the purposes of the Corporation.

ARTICLE XI
Limitation

No part of the net earnings of the Corporation shall inure directly or indirectly to the benefit of or be distributable to its members, directors or officers, but 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 VII (Purposes) of these Articles.

ARTICLE XII
Tax Exempt Status

It is intended that the Corporation shall have and continue to have the status of a Corporation that is exempt from federal income taxation 26 U.S.C.A. § 501(a) as an organization described in 26 U.S.C.A. § 501(c)(3) and which is other than a private foundation as defined in 26 U.S.C.A. § 509. These articles shall be construed accordingly, and all powers and activities of the Corporation shall be limited accordingly.

The Corporation shall not carry on propaganda or otherwise attempt to influence legislation to such an extent as would result in the loss of exemption under 26 U.S.C.A. § 501(c)(3). All references in these articles to sections of the Internal Revenue Code shall be considered references to the Internal Revenue Code of 1986, as from time to time amended, and to the corresponding provisions of any similar law subsequently enacted.

ARTICLE XIII

Dissolution

Upon the dissolution of the Corporation, the board of directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, distribute all of the assets of the Corporation exclusively for charitable, scientific or educational purposes in such manner and to such qualified organization or organizations as the board of directors shall determine. Any of the assets not so distributed shall be distributed in accordance with the direction of any court having jurisdiction in the county in which the principal office of the Corporation is then located, exclusively for the above purposes of the Corporation or to a qualified organization or organizations as the court shall determine. For purposes of this article, an organization is a "qualified organization" only if, at the time of receiving the assets, it is operated exclusively for the purposes described in 26 U.S.C.A. § 170(c)(1) and is described in 26 U.S.C.A. § 509(a)(1), (2) or (3).

ARTICLE XIII

Officers

The officers of the Corporation may consist of a president, one or more vice presidents, a secretary, a treasurer, and any other officers and assistant officers as may be provided for in the bylaws or by resolution of the board of directors. Each officer shall be elected by majority vote of the board of directors (and may be removed by majority vote of the board of directors) at such a time and in such a manner as may be prescribed by the bylaws or by law.

ARTICLE XV

Bylaws

The bylaws of the Corporation are to be made and adopted by the board of directors, and may be altered, amended or rescinded by the board of directors.

ARTICLE XVI
Amendment

The Corporation reserves the right to amend or repeal any provision contained in these articles of incorporation or any amendment to them.

ARTICLE XVII
Indemnification and Civil Liability Immunity

The Corporation shall indemnify each director and officer, including former directors and officers, to the fullest extent allowed by law, including but not limited to Florida Statutes Chapter 617. It is intended that the Corporation be an organization the officers and directors of which are immune from civil liability to the extent provided under Florida Statutes Chapter 617 and other similar laws.

APPROVED
AND
FILED

**ARTICLE XVIII
COMMENCEMENT OF CORPORATE EXISTENCE**

14 APR -4 PM 4:42

The date when corporate existence shall commence is April 1, 2014.

SECTION 11.01, STATE
STATUTES, FLORIDA

In, witness, the undersigned incorporator has signed these Articles of Incorporation on this April 1, 2014.

Makeba C. Butler

Makeba C. Butler
Incorporator

**CERTIFICATE OF DESIGNATION AND
ACCEPTANCE BY REGISTERED AGENT**

Pursuant to the provisions of section 617.0501, Florida Statutes, the undersigned Corporation organized under the not for profit Corporation laws of the State of Florida submits the following statement in designating the registered office and registered agent of the Corporation in the State of Florida:

1. Name of the Corporation: Project HOPE of America, Inc.
2. Name and address of the registered agent:

Project HOPE of America, Inc.
Makeba C. Butler, Pres/CEO
10909 Campus Heights Ln.
Jacksonville, FL 32218-8216

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated Corporation at the place designated in this statement, accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this 1st day of April 2014.

Makeba C. Butler

Makeba C. Butler, Pres/CEO
Project HOPE, Inc.