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NAME: THE 3MILLIONCLUB, INC.

TYPE OF FILING: ARTICLES OF INCORPORATION, NON-PROFIT

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**ARTICLES OF INCORPORATION
OF
THE 3MILLIONCLUB, INC.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Chapter 617, F.S., (Not For Profit)

The undersigned, acting as incorporator, hereby forms a not for profit corporation under the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes (the "Act"), and does certify and acknowledge the following:

**ARTICLE I
NAME**

: The name of the corporation (which is hereinafter called the "Corporation") is:

THE 3MILLIONCLUB, INC.

**ARTICLE II
PRINCIPAL OFFICE**

The principal office and mailing address of the Corporation shall be: 6645 SW 102 Street, Miami, Florida 33156.

**ARTICLE III
PURPOSE**

THIRD: The Corporation is organized and shall be operated exclusively as a charitable organization within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and the Regulations thereunder, as they now exist or may hereafter be amended (hereinafter, the "Code"), for the following purposes:

A. To prevent and eradicate child mortality due to malnutrition - a tragedy killing 3 million children around the world every year - by focusing on hunger relief, and coordinating and providing resources and support for those in need by leveraging the advanced power of the internet, social networking, social mobilization and personalization.

B. To receive, sell, hold, operate, manage and invest in property, both real and personal, tangible and intangible, for the sole end of supporting charitable purposes, either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Code.

C. To have and to exercise to the extent necessary or desirable for the accomplishment of any of the aforesaid purposes, and to the extent that they are not inconsistent with the charitable purposes of the Corporation, any and all powers conferred upon not for profit corporations by the Act.

ARTICLE IV

MEMBERS AND CAPITAL STOCK

The Corporation shall have no members and is not authorized to issue any capital stock.

ARTICLE V

BOARD OF DIRECTORS

The business and affairs of the Corporation shall be managed under the direction of its Board of Directors to be elected in the manner set forth in the Bylaws. In no event, shall the number of directors be fewer than three.

ARTICLE VI

LIMITATIONS

The powers of the Corporation shall be subject to the following terms, provisions, and limitations.

A. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, members, 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 Third hereof. No Director, member, or officer of the Corporation, or any private person, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

B. Except as otherwise provided and permitted under Sections 501(h) and 4911 of the Code, 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 or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidates for public office.

C. Notwithstanding any other provision of this Certificate, the Corporation shall not carry on any activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Code Section 501(c)(3), or (ii) by a corporation contributions to which are deductible under Code Section 170(c)(2).

D. In any taxable year in which the Corporation is a private foundation, as defined in Section 509 (a) of the Code, the Corporation shall:

- (i) Not engage in any act of self-dealing as defined in Code Section

4941(d);

(ii) Distribute its income for each such taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Code Section 4942;

(iii) Not retain any excess business holdings as defined in Code Section 4943(c);

(iv) Not make any investments in such manner as to subject it to Code Section 4944; and

(v) Not make any taxable expenditures as defined in Code Section 4945(d).

ARTICLE VII

DISSOLUTION

In the event of the liquidation, dissolution, or winding up of the Corporation in any manner or for any reason whatever, all of the assets of the Corporation, after the payment of the obligations and liabilities of the Corporation, shall be transferred to one or more domestic corporations or associations having a similar or analogous character or purposes as may be selected by the vote or written assent of a majority of each class of its Directors; provided further, however, that any transferee corporation shall qualify under the provisions of Section 501(c)(3) of the Code.

ARTICLE VIII

INDEMNIFICATION

To the maximum extent permitted by the Act and the Code, as from time to time amended, no director or officer of the Corporation shall have any liability to the Corporation for money damages and the Corporation shall indemnify its currently acting and its former directors and officers against any and all liabilities and expenses incurred in connection with their services in such capacities and shall indemnify its employees and agents and persons who serve and have served at its request as a director, officer, partner, trustee, employee or agent of another corporation, partnership, joint venture or other enterprise.

ARTICLE IX

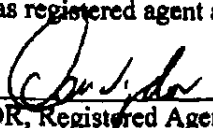
REGISTERED AGENT AND OFFICE

The street address of the Corporation's initial registered office is 6645 SW 102 Street, Miami, Florida 33156 and the name of its initial registered agent at that address is Dan Vigdor.

ARTICLE X
INCORPORATOR

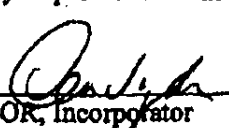
The name and address of the incorporator is as follows: Dan Vigdor 6645 SW 102 Street, Miami, Florida 33156.

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.



DAN VIGDOR, Registered Agent
Date: June 9, 2014

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.



DAN VIGDOR, Incorporator
Date: June 9, 2014

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