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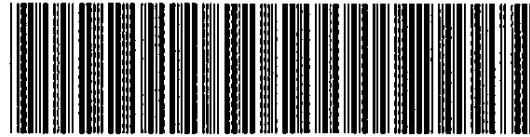
(Business Entity Name)

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FILED  
2014 AUG - 8 AM 8:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*[Handwritten Signature]*  
8/14/14

## COVER LETTER

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

SUBJECT: Hilton Holistic Health, 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: De'Niece Hilton  
Name (Printed or typed)

2130 NW 23rd Blvd, #J3  
Address

Gainesville, FL 32605  
City, State & Zip

(813) 625-0178  
Daytime Telephone number

dmhilton@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

HILTON HOLISTIC HEALTH, INC.

FILED  
2014 AUG -8 AM 8:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of this corporation pursuant to Chapter 617 of the Florida Statutes, hereby forms a corporation not for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for such corporation:

**ARTICLE I – NAME OF CORPORATION**

The name of this corporation shall be Hilton Holistic Health, Inc. (the "Corporation".)

**ARTICLE II – ADDRESS OF PRINCIPAL OFFICE AND  
MAILING ADDRESS OF CORPORATION**

The street address of the principal office of the Corporation is 2130 NW 23<sup>rd</sup> Blvd, #J3, Gainesville, Florida 32605.

The mailing address of the Corporation is PO Box 5393, Gainesville, Florida 32627.

**ARTICLE III – PURPOSE OF CORPORATION**

A. The Corporation is organized exclusively for religious, charitable, scientific, literary and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or such corresponding section of any future federal tax code (hereinafter referred to as the "Code"), including, for all such purposes, making distributions to organizations that qualify as exempt under Code Section 501(c)(3). To the extent consistent with the preceding sentence and permissible under Florida law, the purposes of the Corporation shall include, but shall not be limited to, owning, operating and maintaining an establishment for the study, education, diagnosis and treatment of human ailments and injuries.

B. The Corporation shall be authorized to carry out any and all acts and to exercise any and all corporate powers which may not or hereafter be lawful under the laws of the State of Florida to the extent applicable to corporations not for profit and that not inconsistent with these Articles of Incorporation.

C. Notwithstanding anything contained in these Articles of Incorporation to the contrary, the following provisions shall apply:

1. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to the Corporation and to make payments and distributions in furtherance of the purposes set forth in this Article III.

2. No substantial part of the activities of the Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in any political campaign (including publishing or distributing statements) on behalf of or in opposition to any candidate for public office.

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

#### **ARTICLE IV – NO MEMBERS**

The Corporation shall have no members.

#### **ARTICLE V – BOARD OF DIRECTORS**

All corporate power shall be exercised by or under the authority of, and the business of the Corporation shall be managed under the direction of, the Corporation's Board of Directors.

The Board of Directors of the Corporation shall be elected or appointed in the manner and for the terms provided in the Bylaws. The number of directors shall be as set forth in the Bylaws, and the Board of Directors shall at all times consist of at least three (3) persons. The names and addresses of the individuals who are to serve as the initial directors of the Corporation are as follows:

<u>Name</u>	<u>Address</u>
<i>Laisha Canner-Ward</i>	1002 NE 15 <sup>th</sup> Pl Gainesville, Florida 32601
<i>De'Nicea Hilton</i>	<i>Mailing:</i> PO Box 5393 Gainesville, Florida 32627  <i>Physical:</i> 2130 NW 23 <sup>rd</sup> Blvd, #J3 Gainesville, Florida 32605
<i>JoAnna Priest</i>	<i>Mailing:</i> PO Box 1504 Hawthorne, FL 32640  <i>Physical:</i> 22326 SE 41 <sup>st</sup> Ln Hawthorne, FL 32640
<i>Ericka Walters-Thompson</i>	1749 Hammocks Ave Lutz, FL 33549

#### **ARTICLE VI – INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The name of the initial registered agent is De'Nicea Hilton. The street address of the initial registered person is 2130 NW 23<sup>rd</sup> Blvd, #J3, Gainesville, Florida 32605. The Board of Directors may from time to time designate a new registered office and/or registered agent.

#### **ARTICLE VII – INCORPORATOR**

The name and address of the incorporator of the Corporation are:

<u>Name</u>	<u>Address</u>
De'Nicea Hilton	2130 NW 23 <sup>rd</sup> Blvd, #J3 Gainesville, Florida 32605

### **ARTICLE VIII – INDEMNIFICATION**

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

### **ARTICLE IX – TERM OF EXISTENCE**

The Corporation shall have perpetual existence, commencing with the filing of these Articles of Incorporation with the Secretary of State.

### **ARTICLE X – DISSOLUTION OF CORPORATION**


Upon the dissolution of the Corporation, after the payment or provision for the payment of all of the liabilities of the Corporation, all of the assets of the Corporation shall be distributed for one or more exempt purposes within the meaning of Code Section 501(c)(3), 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 Circuit Court of 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. In no event, however, may the assets to be disposed of be distributed to or for the benefit of any director, officer or other private person, other than as reasonable payment for services rendered by such person.

**ACCEPTANCE AND ACKNOWLEDGEMENT BY INCORPORATOR**

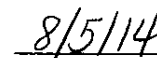
I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

I acknowledge that I have read the "Notice of Annual Report" statement and understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation this 5th day of August, 2014.

\_\_\_\_\_

De'Nicea Hilton

\_\_\_\_\_

Date

**ACCEPTANCE BY REGISTERED AGENT**

Having been named as registered agent to accept service of process at the place designated in the foregoing Articles of Incorporation, I hereby accept such designation and agree to act in such capacity and comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent, including the provisions of Section 48.091 of the Florida Statutes. I am familiar with and accept the duties and obligations of Section 617.0503 of the Florida Statutes.

De'Nicea Hilton

De'Nicea Hilton

8/5/14

Date