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W14-60782

COVER LETTER

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

SUBJECT: Promote a Healthy Earth, Inc. (FEIN: 47-1949925)
(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: Larry Richard Curran
Name (Printed or typed)

105 Pine Creek Trail
Address

Ormond Beach, FL 32174
City, State & Zip

(386) 481-9009
Daytime Telephone number

larrycurran103@yahoo.com
E-mail address: (to be used for future annual report notification)

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED
14 OCT 20 PM 2:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

October 7, 2014

LARRY RICHARD CURRAN
105 PINE CREEK TRL
ORMOND BEACH, FL 32174

SUBJECT: PROMOTE A HEALTHY EARTH, INC.
Ref. Number: W14000060782

We have received your document for PROMOTE A HEALTHY EARTH, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Jessica A Fason
Regulatory Specialist II

Letter Number: 614A00021348

*Please see § 5.03 - first sentence for
revised language - Larry R. Curran
386-451-9009*

**ARTICLES OF INCORPORATION – NON-PROFIT
(FLORIDA)**

ARTICLE I

NAME

1.01 Name

The legal name of this corporation shall be **Promote a Healthy Earth, Inc.** The business of the corporation may be conducted as **Promote a Healthy Earth.**

ARTICLE II

DURATION

2.01 Duration

The period of duration of the corporation shall be perpetual.

ARTICLE III

PURPOSE

3.01 Purpose

Promote a Healthy Earth, Inc. is a non-profit corporation organized exclusively for charitable, religious, educational, economic development and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations, under Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Promote a Healthy Earth, Inc.'s purpose is to implement sustainable change by example and through education using rainwater and hydroponics to make life better for our children.

We encourage and demonstrate the substantial benefits of water use and conservation through sustainable rainwater collection as a worldwide resource for healthy potable water, a base for sustainable agriculture and economic development. We do this through outreach, by example and training in rainwater collection and hydroponic techniques. We deliver rainwater and hydroponics products to people needing relief from the global water crisis and inadequate food supplies. We promote Economic Development through job creation in sustainable manufacturing.

To maximize our effectiveness, we may seek to collaborate with other non-profit organizations which qualify as non-profit corporations under section 501(c) (3).

3.02 Public Benefit

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Promote a Healthy Earth, Inc. is designated as a public benefit corporation.

ARTICLE IV

NON-PROFIT NATURE / BENEFITS

4.01 Non-profit Nature

Promote a Healthy Earth, Inc. is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its charitable, religious, educational or scientific purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to, any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

4.02 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of Promote a Healthy Earth, Inc. of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

4.03 Dissolution

Upon termination or dissolution of Promote a Healthy Earth, Inc., any assets lawfully available for distribution shall be distributed to one or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute), which organization or organizations shall have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of Promote a Healthy Earth, Inc. hereunder shall be selected by the discretion of a majority of the managing body of the Promote a Healthy Earth, Inc. and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the Promote a Healthy Earth, Inc. by one or more of its managing body, which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Florida.

In the event the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Florida, or its equivalent, to be added to the general fund.

4.03 Prohibited Distributions

No part of the net earnings, or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, 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 III, Section 3.01.

4.04 Restricted Activities

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

4.05 Prohibited Activities

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE V

BOARD OF DIRECTORS

5.01 Governance

Promote a Healthy Earth, Inc. shall be governed by its board of directors.

5.02 Initial Directors

The initial directors of the corporation shall be:

Dr. Regina "Kitty" Bickford, Director
Jimmy Wayne Little, Director & Secretary/Treasurer
Florence A. McNelly, Director & President

5.03 Manner of Election of Board Members

The Initial Board of Directors was appointed by the Incorporator of Promote a Healthy Earth, Inc. Promote a Healthy Earth, Inc. Directors may be elected at any Board meeting by the majority vote of the existing Board of Directors.

ARTICLE VI

MEMBERSHIP

6.01 Membership

Promote a Healthy Earth, Inc. shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

ARTICLE VII

AMENDMENTS

7.01 Amendments

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

ARTICLE VIII

ADDRESSES OF THE CORPORATION

8.01 Corporate Address

The physical address of the corporation is: 105 Pine Creek Trail, Ormond Beach, FL 32174.

The mailing address of the corporation is: 105 Pine Creek Trail, Ormond Beach, FL 32174.

ARTICLE IX

APPOINTMENT OF REGISTERED AGENT

9.01 Registered Agent

The registered agent of the corporation shall be: Larry Richard Curran, 105 Pine Creek Trail, Ormond Beach, FL 32174.

ARTICLE X

INCORPORATOR

The incorporators of the corporation are as follow: Larry Richard Curran, 105 Pine Creek Trail, Ormond Beach, FL 32174.

Certificate of Adoption of Articles of Incorporation

We, the undersigned, do hereby certify that the above-stated Articles of Incorporation of Promote a Healthy Earth, Inc. were approved by the Board of Directors on September 29, 2014 and constitute a complete copy of Articles of Incorporation of the Promote a Healthy Earth, Inc.

Regina Bickford Date: 9/24/14

By: Dr. Regina "Kitty" Bickford

Director

1028 S Bishop Avenue, Suite 178

Rolla, MO 65401

Jimmy Wayne Little Date: 1 Oct 2014

By: Jimmy Wayne Little

Director & Secretary/Treasurer

543 Woodfire Way

Casselberry, FL 43707

Florence A. McNelly Date: 9/29/14

By: Florence A. McNelly

Director & President

16 Twelve Oaks Trail

Ormond Beach, FL 32174

Acknowledgment of consent to appointment as registered agent:

I, Larry Richard Curran, agree to be the registered agent for Promote a Healthy Earth, Inc. as appointed herein.

Registered Agent

Larry Richard Curran Date: 10/1/14

By: Larry Richard Curran

105 Pine Creek Trail

Ormond Beach, FL 32174

Acknowledgement of Incorporator:

I, Larry Richard Curran, 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.

Incorporator



Date:

10/1/14

By: Larry Richard Curran
105 Pine Creek Trail
Ormond Beach, FL 32174

14 OCT 20 AM 7:19
OFFICE OF THE
CLERK OF THE
SUPREME COURT
TALLAHASSEE, FL 32301