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Florida Department of State
Division of Corporations
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FLORIDA PROFIT/NON PROFIT CORPORATION

Feeding Little Geniuses, Inc.

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Corporate Filing Menu

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N15000001553



February 13, 2015

TODD KAPLAN

FLORIDA DEPARTMENT OF STATE
Division of Corporations

SUBJECT: FEEDING LITTLE GENIUSES, INC.
REF: W15000009267

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TALLAHASSEE, FLORIDA

We have received your document for FEEDING LITTLE GENIUSES, INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must have a Florida street address. A post office box is not acceptable.

Please return the corrected original and one copy of 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.

Christine Haney
Regulatory Specialist II
New Filing Section

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RA address on p. 1, Article Two
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**Articles of Incorporation
of
Feeding Little Geniuses, Inc.
Non-Profit Corporation**

I, the Incorporator, a natural person age 21 years or older, adopt this Articles of Incorporation to form a nonprofit corporation under the Florida Not For Profit Corporation Act.

Article One

Name and Address

The name of the nonprofit corporation is Feeding Little Geniuses, Inc. The address of the nonprofit corporation is:

6230 University Parkway
Suite #301
Sarasota, FL 34240

Article Two

Registered Agent and Office

The name of the initial registered agent and registered office in the State of Florida are:

Todd D. Kaplan, Esq.
8470 Enterprise Circle, Suite #201
Lakewood Ranch, FL 34202

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TALLAHASSEE, FLORIDA

Article Three

Name and Address of the Incorporator

The name and address of the Incorporator is:

Name:

Address:

Jillian Cucci

6230 University Parkway
Suite #301
Sarasota, FL 34240

Article Four

Duration

The nonprofit corporation's duration is perpetual.

Article Five

Purposes

The nonprofit corporation is organized and will be operated exclusively for general religious, charitable, scientific, literary, and educational purposes as set forth in Internal Revenue Code Section 501(c)(3) including, for these purposes, making distributions to organizations that qualify as exempt organizations under Internal Revenue Code Section 501(c)(3).

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Article Six

Dissolution

When the nonprofit corporation dissolves, the Board of Directors will, after paying or making provision for the payment of all liabilities of the corporation, distribute all corporation assets to one or more organizations organized and operated exclusively for religious, charitable, scientific, literary, and educational purposes that are, at that time, qualified as exempt organizations under Internal Revenue Code Section 501(c)(3).

If any assets are not distributed under the preceding paragraph, the court of appropriate jurisdiction for the county in which the principal office of the corporation is then located, will dispose of those assets exclusively for religious, charitable, scientific, literary, and educational purposes or to one or more organizations that are, at that time, qualified as exempt organizations under Internal Revenue Code Section 501(c)(3), as the court determines.

Article Seven

Restrictions

No part of the net earnings or assets of the nonprofit corporation will inure to the benefit of, or be distributable to, its director, officers or any other private persons. But the nonprofit corporation may pay reasonable compensation for services provided and make payments and distributions in furtherance of the purposes set forth in the Articles of Incorporation.

No part of the activities of the nonprofit corporation may include propagandizing or influencing legislation as defined in Internal Revenue Code Section 4945. The nonprofit corporation may not participate in, or intervene in (including the publishing or distributions of statements) any political campaign on behalf of any candidate for public office.

The nonprofit corporation may not exercise any power or engage directly or indirectly in any activity that would invalidate its status as a corporation exempt from federal income taxation:

- (a) as a corporation exempt from federal tax under Internal Revenue Code Section 501(c)(3);
- (b) as a corporation contributions to which are deductible under Internal Revenue Code Section 170(c)(2); or
- (c) as a nonprofit corporation organized under the laws of State of Florida.

Article Eight

Board of Directors

The nonprofit corporation is organized on a non-stock basis and will have no members. The Board of Directors will have authority for all affairs of the nonprofit corporation and may exercise all powers of the nonprofit corporation as permitted by federal law, state law, and the Articles of Incorporation and By-Laws of the nonprofit corporation as in effect from time to time.

The number of directors to constitute the first Board of Directors is three. After this initial Board of Directors is organized, it may change the number of director in the manner provided in the By-Laws and consistent with the laws of the State of Florida.

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Article Nine**By-Laws**

In furtherance and not in limitation of the powers conferred upon the Board of Directors by law, the Board of Directors shall adopt, amend, and repeal from time to time, the By-Laws of the nonprofit corporation.

Article Ten**Amendments**

The nonprofit corporation may amend the Articles of Incorporation in the manner provided by the laws of the State of Florida. But no amendment may authorize the Board of Directors to conduct the affairs of the nonprofit corporation in any manner or for any purpose contrary to the provisions of the Internal Revenue Code Section 501(c)(3).

Article Eleven**Miscellaneous**

All general or specific references to the Internal Revenue Code are to the Internal Revenue Code of 1986 as now in force or later amended, or the corresponding provision of any future United States revenue law. Similarly, any general or specific references to the laws of the State of Florida are to the laws of the State of Florida as now in force or later amended.

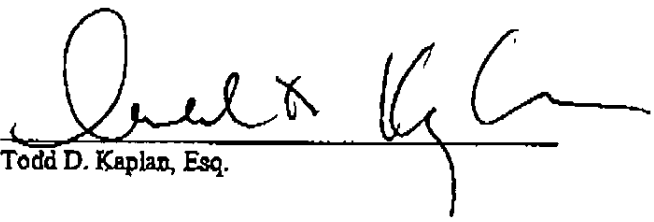
IN WITNESS WHEREOF, the Articles of Incorporation are signed on February 5, 2015.



Jillian Cucci**REGISTERED AGENT CONSENT**

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby 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 as provided for in Chapter 617, F.S.

Dated: February 5, 2015.



Todd D. Kaplan, Esq.

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