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FLORIDA PROFIT/NON PROFIT CORPORATION

Random Acts of Kindness, Inc.

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T. SCOTT

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Articles of Incorporation
Random Acts of Kindness, Inc.
A 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 Random Acts of Kindness, Inc. The principal address and mailing address of the nonprofit corporation is:

7350 S. Tamiami Trail, Unit #127,
Sarasota, Florida 34231

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, Florida 34202

Article Three

Name and Address of the Incorporator

The name and residence of the Incorporator is:

Name:	Address:
Todd D. Kaplan, Esq.	8470 Enterprise Circle, Suite #201, Lakewood Ranch, Florida 34202

Article Four

Duration

The nonprofit corporation's duration is perpetual.

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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).

Article Six

Dissolution

(a) 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).

(b) 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

(a) 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.

(b) 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.

(c) 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:

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- (1) is a corporation exempt from federal tax under Internal Revenue Code Section 501(c)(3);
 - (2) as a corporation contributions to which are deductible under Internal Revenue Code Section 170(c)(2); or
 - (3) as a nonprofit corporation organized under the laws of State of Florida.
- (d) The nonprofit corporation must distribute its income for each tax year at a time and in a manner to avoid the tax on undistributed income imposed by Internal Revenue Code Section 4942. Furthermore, the nonprofit corporation must not:
- (1) engage in any act of self-dealing as defined in of the Internal Revenue Code Section 4941(d);
 - (2) retain any excess business holdings as defined in of the Internal Revenue Code Section 4943(c);
 - (3) make any investments in a manner that would subject it to tax under of the Internal Revenue Code Section 4944; or
 - (4) make any taxable expenditures as defined in of the Internal Revenue Code Section 4945(d).

Article Eight

Board of Directors

(a) 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.

(b) 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.

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

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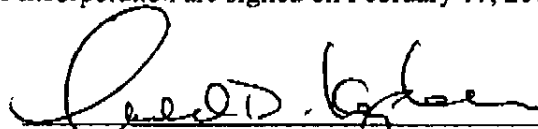
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conduct the affairs of the nonprofit corporation in any manner or for any purpose contrary to the provisions of of the Internal Revenue Code Section 501(c)(3).

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.

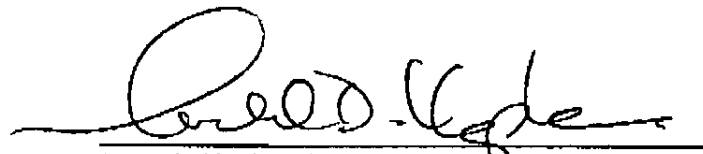
IN WITNESS WHEREOF, the Articles of Incorporation are signed on February 17, 2015.


Todd D. Kaplan, Esq., Incorporator

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 17, 2015.


Todd D. Kaplan, Esq.

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