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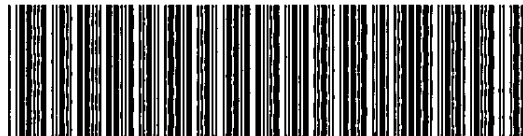
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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MARC F. OATES, P.A.

Attorneys at Law

5515 Bryson Drive, Suite 502

Naples, FL 34109

Telephone (239) 598-1136 / Facsimile (239) 598-4272

E-Mail Address: Marc@MarcOatesLaw.com

Website Address: www.MarcOatesLaw.com

May 7, 2015

VIA FEDERAL EXPRESS

Department of State

Division of Corporations

P.O. Box 6327

Tallahassee, FL 32314

RE: Transaction: The Grit and Grace Project, Inc. Formation
Our File No.: 02-365.15

To Whom It May Concern:

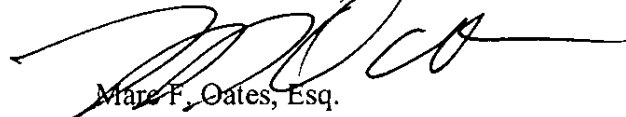
In connection with the above referenced transaction, enclosed find Articles of Incorporation signed by are client and our trust account check number 2815 in the amount of \$87.50, for filing fee, Certified Copy and Certificate for The Grit and Grace Project, Inc.

Also attached please find authorization from The Grit and Grace Project, LLC to allow the use of the same name The Grit and Grace Project, Inc.

Should you have any questions, please contact this law office accordingly.

Very truly yours,

MARC F. OATES, P.A.



Marc F. Oates, Esq.

Enclosures as stated



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 18, 2015

MARC F. OATES, P.A.
5515 BRYSON DRIVE, SUITE 502
NAPLES, FL 34109

SUBJECT: THE GRIT AND GRACE PROJECT, INC.
Ref. Number: W15000034995

We have received your document for THE GRIT AND GRACE PROJECT, 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):

You must list at least one incorporator with a complete business street address.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

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.

Maryanne Dickey
Regulatory Specialist II
New Filing Section

Letter Number: 515A00010370

MARC F. OATES, P.A.

Attorneys at Law

5515 Bryson Drive, Suite 502

Naples, FL 34109

Telephone (239) 598-1136 / Facsimile (239) 598-4272

E-Mail Address: Marc@MarcOatesLaw.com

Website Address: www.MarcOatesLaw.com

May 26, 2015

VIA FEDERAL EXPRESS

Department of State

Division of Corporations

Attn: Maryanne Dickey

P.O. Box 6327

Tallahassee, FL 32314

RE: Transaction: The Grit and Grace Project, Inc. Formation
Our File No.: 02-365.15

Dear Ms. Dickey:

In connection with the above referenced transaction, we are in receipt of your letter regarding the incorporators address to be included on the Articles of Incorporation, we are returning the documents with the address of the incorporator. Upon filing please send the Certified Copy and Certificate for The Grit and Grace Project, Inc.

Should you have any questions, please contact this law office accordingly.

Very truly yours,

MARC F. OATES, P.A.


Marc F. Oates, Esq.

Enclosures as stated

COVER LETTER

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

SUBJECT: The Grit and Grace Project, 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: Marc F. Oates, P.A.
Name (Printed or typed)

5515 Bryson Drive Suite 502
Address

Naples, Fla. 34109
City, State & Zip

(239) 598-1136
Daytime Telephone number

Marc@marcoateslaw.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
THE GRIT AND GRACE PROJECT, INC.
A FLORIDA NOT-FOR-PROFIT CORPORATION

The undersigned incorporator, for the purposes of forming a corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I – NAME

The name of this corporation is:

THE GRIT AND GRACE PROJECT, INC.

ARTICLE II – PRINCIPAL OFFICE

The address of the principal office of the Corporation is **19320 La Serena Drive, Fort Myers, Florida 33967**, and the mailing address of the Corporation is **19320 La Serena Drive, Fort Myers, Florida 33967**.

ARTICLE III - PURPOSE

This corporation is a nonprofit corporation and is not organized for the private gain of any person. This corporation is organized and operated exclusively for religious purposes within the meaning of section 501(c) (3). This corporation is organized under the Florida Not for Profit Corporation Act and shall be operated exclusively for charitable, religious, and educational purposes, including but not limited to the following:

- A. To provide women a place where they can be encouraged, taught and inspired by other woman sharing real life experiences; God's love in action anchored in grit and grace while also to advance, promote, and assist women and other religious organizations and support of such.
- B. To advance, promote, spread, and proclaim the benefit of the Gospel of Jesus Christ and aim to pass on the Christian religious faith to its members and the general public.
- C. To gather, hold, and distribute gifts, bequests, devises, and other funds for said charitable, religious purposes, Christian causes, and to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, as amended (hereinafter the "Code") or the corresponding section of any future federal tax code.

- D. To exercise all rights and powers conferred by the laws of the State of Florida on nonprofit corporations, including but not limited to those set forth in Florida Statutes Chapter 617 and the following powers: to solicit, acquire, receive grants, bequests, and contributions, and to bequest, devise, gift, grant, donate, contribute, purchase, lease, or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of the property and the income, principal and proceeds of the property.
- E. To engage in any other lawful activity, solely in furtherance and incident of the above purposes, for which nonprofit corporations may be incorporated under the Florida Not-for-Profit Corporation Act, and any successor or amendment to the Florida Not-for-Profit Corporation Act.
- F. To operate exclusively for religious purposes within meaning of section 501(c)(3) of the Code.
- G. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.
- H. This Corporation shall have a perpetual existence.

ARTICLE IV – MEMBERSHIP

The Corporation elects to have no members. Any action which would otherwise require a vote of members shall require only a vote of the members of the Board of Directors, and no meeting or vote of members shall be required for this Corporation, any provision of the Articles of Incorporation or the Bylaws of the Corporation to the contrary notwithstanding.

ARTICLE V – NOT-FOR-PROFIT

The corporation is a not-for-profit corporation under Chapter 617, Florida Statutes. The corporation is not formed for pecuniary profit. No part of the income or assets of the corporation is distributable to or for the benefit of its directors or officers, except to the extent permissible under these articles, under law and under 26 U.S.C.A. §501(c)(3). If the corporation ever has members, no member shall have any vested right, interest or privilege in or to the assets, income or property of the corporation, and no part of the income or assets of the corporation shall be distributable to or for the benefit of its members, except to the extent permissible under these Articles, under law and under 26 U.S.C.A. §501(c)(3).

ARTICLE VI – LIMITATION

No part of the net earnings of the corporation shall inure directly or indirectly to the benefit of or be distributable to its members, directors or officers. However, 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 herein.

ARTICLE VII – TAX-EXEMPT STATUS

It is intended that the corporation shall have and continue to have the status of a corporation that is exempt from federal income taxation 26 U.S.C.A. §501(a) as an organization described in 26 U.S.C.A. §501(c)(3), and which is other than a private foundation defined in 26 U.S.C.A. §509. These articles shall be construed accordingly, and all powers and activities of the corporation shall be limited accordingly. The corporation shall not carry on propaganda or otherwise attempt to influence legislation to such an extent as would result in the loss of exemption under 26 U.S.C.A. §501(c)(3). All references in these articles to sections of the Internal Revenue Code shall be considered references to the Internal Revenue Code as of 1986, as from time to time amended, and to the corresponding provisions of any similar law subsequently added.

ARTICLE VIII – DISSOLUTION

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed, as the board of directors shall determine, to One (1) or more Not-for-Profit fund(s), foundation(s), or corporation(s) which are organized and operated exclusively for religious and charitable purposes purpose similar to the dissolving corporation and which have established tax-exempt status under 26 U.S.C.A. § 501(c)(3), or corresponding provisions of any subsequent federal tax.

Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located in the State of Florida, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IX – INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of the Corporation is **5515 Bryson Drive, Suite 502, Naples, Florida 34109** and the name of the Registered Agent at that address is **Marc F. Oates, P.A.**

ARTILCE X– INITIAL OFFICERS/DIRECTORS

Section 1. There at all times shall be three (3) Directors of the Corporation. The names and addresses of the persons who are to serve as the initial Directors of the Corporation are as follows:

Director Name:

Darlene S. Brock
Danny R. Brock
Chelsea D. McClusky

Address:

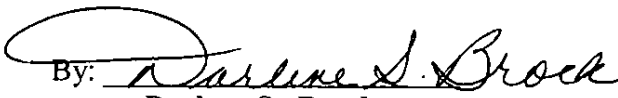
19320 La Serena Drive, Fort Myers, Florida 33967
19320 La Serena Drive, Fort Myers, Florida 33967
1521 Woodfield Creek Dr. Apt. 308, Wake Forest, NC 27587

Section 2. The method of election of directors is as stated in the Bylaws of the corporation.

ARTICLE XI – BY-LAWS

The Officers of this Corporation shall provide such By-Laws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

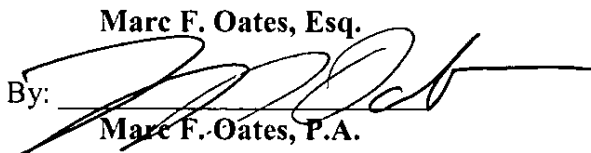
IN WITNESS WHEREOF, we, the undersigned subscribing incorporator, have hereunto set our hands and seals, this 5 day of May, 2015, for the purpose of forming this Corporation under the laws of the State of Florida.

By: 
Darlene S. Brock

The incorporator's address is 19320 La Serena Drive, Fort Myers, Florida 33967.

**ACCEPTANCE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated Corporation at the place designated in this statement, 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.

Marc F. Oates, Esq.
By: 
Marc F. Oates, P.A.

Its: President/Director

Date: May 5, 2015