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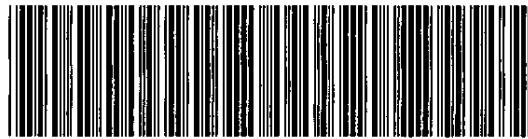
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SECRETARY OF STATE  
ALLAHABAD, INDIA

## COVER LETTER

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

SUBJECT: Patch Collaborative, 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: Weiss Serota Helfman Cole & Bierman P.L.  
Name (Printed or typed)

200 E. Broward Blvd., Suite 1900  
Address

Ft. Lauderdale, Fl 33301  
City, State & Zip

954-763-4242  
Daytime Telephone number

wsoroka@wsh-law.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  
FOR  
PATCH COLLABORATIVE, INC.  
a Florida not for profit corporation**

The undersigned incorporator, desiring to form a not for profit corporation under the provisions of Chapter 617 of the laws of the State of Florida, does hereby establish the following Articles of Incorporation (the "Articles"):

**ARTICLE I**

**Name**

The name of the corporation shall be **PATCH COLLABORATIVE, INC.** (the "Corporation").

**ARTICLE II**

**Principal Office**

The principal place of business and mailing address of this Corporation shall be 200 Oakwood Lane, Suite 100, Hollywood, FL 33020.

**ARTICLE III**

1. No Stock. The Corporation is organized upon a non stock basis.
2. No Members. The Corporation shall not have any members.

**ARTICLE IV**

The Corporation shall have perpetual existence.

**ARTICLE V**

**Purpose**

This Corporation is organized and shall operate exclusively for educational, cultural, scientific and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code. In furtherance of such purposes, the Corporation shall be authorized:

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TALLAHASSEE, FL

1. To raise funds and other monies for the development, establishment and maintenance of community gardens, markets and other types of agribusiness to address food deserts and enhance local access to fresh produce for the benefit of the community.

2. To solicit and accept contributions of money and property and to accept devises and bequests and all other monies and property made available by virtue of trusts, endowments, deeds of gift, annuities, policies of insurance, or otherwise, and to use and administer such monies or property for the furtherance of the Corporation's purposes.

3. To do all acts and things requisite, necessary, proper, and desirable to carry out and further the objects for which the Corporation is formed; and, in general, to have all rights, privileges, and immunities, and enjoy all the benefits of the laws of the State of Florida applicable to corporations of this character, including, but not limited to, the powers described in Section 617.0302 of the Florida Statutes, subject however to the requirements of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code, and to other limitations provided in these Articles.

#### ARTICLE VI

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 associates or representatives of the Corporation or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments in furtherance of the purposes as set forth in Article V hereof.

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

3. Notwithstanding any provisions of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on: (i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code, or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code.

## **ARTICLE VII**

### **Dissolution**

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code, or shall be distributed to local governments, for the general purposes for which the Corporation was organized, or another organization operated exclusively for charitable purposes and which qualifies as tax exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code; provided that the assets so distributed will be subject to the conditions, restrictions, and limitations to which such assets were subject to when they were assets of the Corporation.

## **ARTICLE VIII**

### **Manner Of Election**

The manner in which the directors are elected or appointed shall be as set forth in the Bylaws.

## **ARTICLE IX**

### **Initial Directors And/Or Officers**

The initial Board of Directors shall consist of four (4) individuals. The initial officers of the Corporation shall be President, Vice President, Secretary and Treasurer. The number of directors may be increased or decreased from time to time as provided in the Bylaws, but at no time shall there be fewer than three (3) directors. The names and addresses of the individuals, each of whom are 18 years of age or older, who shall serve as the initial officers on the initial Board of Directors are:

1. Michael De Lucca, President, 200 Oakwood Lane, Suite 100, Hollywood, FL 33020;
2. Jeremy B. Earle, Vice President, 914 Sistrunk Blvd., Suite 200, Fort Lauderdale, FL 33311;
3. Mia McNerney, Treasurer, 200 Oakwood Lane, Suite 100, Hollywood, FL 33020; and
4. Kathleen A. Weekes, Secretary, 100 W. Dania Beach Blvd., Dania Beach, FL 33004.

**ARTICLE X**

**Initial Registered Office and Agent**

The initial registered office of this Corporation shall be 200 East Broward Blvd., Suite 1900, Ft. Lauderdale, Florida 33301, and the initial registered agent of this Corporation at such office shall be Weiss Serota Helfman Cole & Bierman, P.L.

**ARTICLE XI**

**Incorporator**

The name and address of the Incorporator is as follows:

Kathleen A. Weekes, Secretary  
100 W. Dania Beach Blvd.  
Dania Beach, FL 33004

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

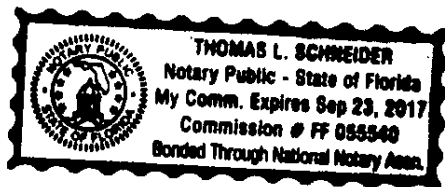
**IN WITNESS WHEREOF**, I, the undersigned incorporator, have executed these Articles of Incorporation this 8 day of JUNE, 2015.

By: Kathleen A. Weekes  
Kathleen A. Weekes, Incorporator

STATE OF FLORIDA  
COUNTY OF BROWARD

Before me, the undersigned authority, personally appeared Kathleen A. Weekes, who is (check one) [☒] personally known to me or [ ☐ ] provided \_\_\_\_\_ as identification.

**IN WITNESS WHEREOF**, I have hereunto set my hand and official seal this 8 day of June, 2015.



Thomas L. Schneider  
Signature of Notary  
Name of Notary: THOMAS L. SCHNEIDER  
My Commission Expires: 9-23-17

(NOTARY SEAL)

### ACCEPTANCE BY REGISTERED AGENT

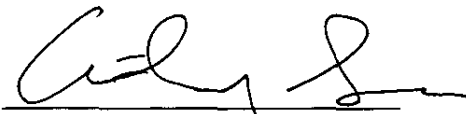
Pursuant to the provisions of Section 617.0501 of the Florida Not For Profit Corporation Act, and all other applicable laws, the undersigned submits the following statement in accepting the designation as registered agent and registered office of PATCH COLLABORATIVE, INC., a Florida not for profit corporation (the "Corporation"), in the Corporation's Articles of Incorporation:

Having been named as registered agent and to accept service of process for the Corporation at the designated registered office, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 2<sup>nd</sup> day of June, 2015.

REGISTERED AGENT:

Weiss Serota Helfman  
Cole & Bierman, P.L.

By:   
Anthony C. Soroka, Esq.

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