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

Healthier Cho Healthier ch HC2	thier choice.  (PROPOSED CORPORATION OF CES  and one (1) copy of the Artic	nory Child		INC.
\$70.00 Filing Fee	□ \$78.75 Filing Fee & Certificate of Status	\$78.75 Filing Fee & Certified Copy  ADDITIONAL CO	\$87.50 Filing Fee, Certified Copy & Certificate	
FROM:	Brian Davic	Robin Son (Printed or typed)	_	
	S81 North	locida 327		
	Robinson LC F E-mail address: (to be used for fu	e Telephone number  Coductions a ture annual report notification	ognail.con	1

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

## **Articles Of Incorporation**

# Article I NAME

#### 1.01 Name

The name of this corporation shall be Healthier Choices for a Hungry Child Inc.. The business of the corporation may be conducted as Healthier Choices for a Hungry Child, Healthier Choices or HC2.

# Article II DURATION

#### 2.01 Duration

The period of duration of the corporation is perpetual.

# Article III PURPOSE

#### 3.01 Purpose

Healthier Choices for a Hungry Child Inc. is a non-profit corporation and shall operate exclusively for educational and charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code. Healthier Choices for a Hungry Child's purpose is to promote, educate and provide healthier choices for hungry, malnourished and underprivileged children, adults, families and communities.

# Article IV NON-PROFIT NATURE

#### 4.01 Non-profit Nature

Healthier Choices for a Hungry Child Inc. is organized exclusively for charitable and educational 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 corresponding section of any future federal tax code. No part of the net earnings of Healthier Choices for a Hungry Child shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, 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 the purpose clause above.

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

Healthier Choices for a Hungry Child 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 educational and charitable 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

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No officer or director of this corporation shall be personally liable for the debts or obligations of Healthier Choices for a Hungry Child 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 Healthier Choices for a Hungry Child, any assets lawfully available for distribution shall be distributed to one (1) 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 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 Healthier Choices for a Hungry Child hereunder shall be selected by the discretion of a majority of the managing body of Healthier Choices for a Hungry Child 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 Healthier Choices for a Hungry Child by one (1) 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 that 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 any organization substantially similar in purpose located within the United States of America.

#### 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 (I) 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 (II) 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

Healthier Choices for a Hungry Child Inc. shall be governed by its board of directors.

#### 5.02 Initial Directors

The initial directors of the corporation shall be

Allen J. (A.J.) Robinson (President) PO Box 6728 Jackson, WY 83002 702-506-7250

Jeannie Mok 6452 Walnut Fork Dr., Westerville, OH 43081 614-774-5027

Owen Ratliff 8012 Crystal Haven Ln, Las Vegas NV 89123 702-350-6583

Dona Robinson 706 Cavan Dr., Apopka, FL 32703 321-439-9941

Yang Pan 207 W. Clarendon Ave., Phoenix, AZ 85013 718-790-2772

Aimee Lindsey (Secretary) 2600 Bentley Dr., Deltona, FL 32738 386-561-9161

## 5.02 Manner or Election

The manner in which Directors are appointed or elected is as determined by the bylaws.

# Article VI MEMBERSHIP

#### 6.01 Membership

Healthier Choices for a Hungry Child Inc. shall have no members. The management of the affairs of the corporation shall be vested in a board of directors and their ability to delegate duties to officers, interns and volunteers, as defined in the corporation's bylaws.

# Article VII 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: 706 Cavan Dr.
Apopka Florida 32703

The mailing address of the corporation is: 581 North Park Ave #796 Apopka, Florida 32704

# Article IX Appointment of registered agent

### 9.01 Registered Agent

The registered agent of the corporation shall be: Brian Robinson 581 North Park Ave #796 Apopka, Florida 32704

# Article X INCORPORATOR

The incorporators of the corporation are as follow: Clarence Young 6528 Cocos Dr.
Orlando Florida 32807

Certificate Of Adoption Of Articles Of Incorporation We, the undersigned, do hereby certify that the above stated Articles of Incorporation of Healthier Choices for a Hungry Child Inc. were approved by the board of directors on November 5, 2015 and constitute a complete copy of Articles of Incorporation of Healthier Choices for a Hungry Child Two-Allen J. (A.J.) Robinson (President) PO Box 6728 Jackson, WY 83002 702-506-7250 Sign/Date Jeannie Mok Jeannie Mok **Print** 6452 Walnut Fork Dr. Westerville, OH 43081 11/12/2015 614-774-5027 Sign/Date Öwen Ratliff 8012 Crystal Haven Ln Las Vegas NV 89123 702-350-6563 Dona Robinson 706 Cavan Dr. Apopka, FL 32703 Sign/Date 321-439-9941 Yang Pan Yang Pan 207 W. Clarendon Ave. Phoenix, AZ 85013 11/19/2015 718-790-2772 Sign/Date Aimee Lindsey (Secretary) 2600 Bentley Dr. Deltona, FL 32738 386-561-9161

Registered Agent
Print P

I, Brian Robinson agree to be the registered agent for Healthier Choices for a Hungry

Sign/Date: Sign/I

Acknowledgment of consent to appointment as registered agent

vDate Was/a