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TALLAHASSEE, FLORIDA  
16 JAN 13 PM 4:04

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FLORIDA DEPARTMENT OF STATE  
Division of Corporations

November 6, 2015

DORIS E. BON  
PO BOX 10023  
BROOKSVILLE, FL 34603 US

SUBJECT: GROW FOR CHANGE, INC.  
Ref. Number: W15000073507

We have received your document for GROW FOR CHANGE, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The Florida Statutes require an entity to designate a street address for its principal office address. A post office box is not acceptable for the principal office address. The entity may, however, designate a separate mailing address. The mailing address may be a post office box.

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

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

Please return 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.

Tina D Cannon  
Regulatory Specialist II

Letter Number: 815A00023573

Grow For Change, Inc. Articles of Incorporation

**GROW FOR CHANGE, INC.**

A Florida Non-profit Public Benefit Corporation

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**ARTICLES OF  
INCORPORATION**

**ARTICLE I  
GROW FOR CHANGE, INC.**

**1.01 Name**

The name of this corporation shall be GROW FOR CHANGE, INC. The principal place of business is 1665 Donto Way, Brooksville, FL 34601. And the mailing address is PO Box 10023, Brooksville, FL 34603.

**ARTICLE II  
DURATION**

**2.01 Duration**

The period of duration of the corporation is perpetual.

**ARTICLE III  
PURPOSE**

**3.01 Purpose**

Grow For Change, 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. Further, the corporation is organized to provide sustainable farming practices which build food security while alleviating depleted soils. Our goal is to initiate and teach solutions for ideal farming with a systematic approach, based on soil conditions, climate and other factors. The organization will initiate a plan for each farm to increase the yield and quality of plants.

**3.02 Public Benefit**

Grow For Change, Inc. is designated as a public benefit corporation.

**ARTICLE IV  
NON-PROFIT NATURE**

**4.01 Non-profit Nature**

Grow For Change, 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 Grow For Change, Inc. 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 hereof.

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.

Grow For Change, 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**

No officer or director of this corporation shall be personally liable for the debts or obligations of Grow For Change, 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 the Grow For Change, Inc. 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 the Grow For Change, Inc. hereunder shall be selected by the discretion of a majority of the managing body of the Grow For Change, Inc. 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 the Grow For Change, Inc. 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 the Treasurer of the State of Florida to be added to the general fund.

#### **4.04 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.

#### **4.05 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.

#### **4.06 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**

Grow For Change, Inc. shall be governed by its board of directors.

#### **5.02 Initial Directors**

The initial directors of the corporation shall be Doris E. Bon, Joseph Bourgoine Williams, Destiny Bon and Sarah Bon.

#### **5.03 Method of Election**

All Directors shall be elected at the annual business meeting. They shall serve a one-year term. The term of office shall begin January 1<sup>st</sup> and end December 31<sup>st</sup>. All elections and/or vacancies of Directors shall follow the procedures as stated in the bylaws of Grow For Change, Inc.

**ARTICLE VI**  
**MEMBERSHIP**

**6.01 Membership**

Grow For Change, Inc. shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

**ARTICLE VII**  
**AMENDMENTS**

**7.01 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 address of the corporation is:

Grow For Change  
1665 Donto Way  
Brooksville, Florida 34601

The mailing address of the corporation is:

Grow For Change  
PO Box 10023  
Brooksville, Florida 34603

**ARTICLE IX**  
**APPOINTMENT OF REGISTERED AGENT**

**9.01 Registered Agent**

The registered agent of the corporation shall be:

Doris E. Bon  
1665 Donto Way  
Brooksville, Florida 34601

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**ARTICLE X**  
**INCORPORATOR**

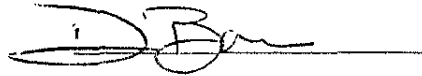
The incorporator of the corporation is as follows:

Doris E. Bon  
PO Box 10023  
Brooksville, Florida 34603

**CERTIFICATE OF ADOPTION OF ARTICLES OF INCORPORATION**

We, the undersigned, do hereby certify that the above stated Articles of Incorporation of Grow For Change, Inc. were approved by the board of directors on October 22, 2015 and constitute a complete copy of Articles of Incorporation of the Grow For Change, Inc.

Doris E. Bon



PO Box 10023, Brooksville, FL 34603

**ACKNOWLEDGMENT OF CONSENT**  
**TO APPOINTMENT AS REGISTERED AGENT**

I, Doris E. Bon, agree to be the registered agent for Grow For Change, Inc. as appointed herein.



Doris E. Bon, Registered Agent

Date: 10/23/2015