

N16000001985

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

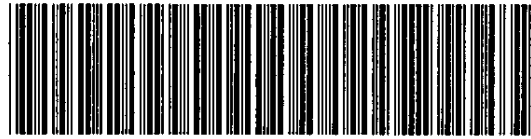
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

with 1583

Office Use Only



200280263322

12/30/15--01026--017 \*\*78.75

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

16 FEB 25 AM 7:44

APPROVAL  
AND  
FILED

VH

## COVER LETTER

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

SUBJECT: **Umbrella Farms Foundation, 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: **Doni L. Gerace**  
Name (Printed or typed)

**P.O. Box 380535**  
Address

**Murdock, FL 33938**  
City, State & Zip

**239-333-7419**  
Daytime Telephone number

**umbrellafarms@gmail.com**  
E-mail address: (to be used for future annual report notification)

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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

January 27, 2016

DONI L. GERACE \*\*\*2nd ml\*\*\*\*  
746 CRESTVIEW CIRCLE NW  
PORT CHARLOTTE, FL 33948

SUBJECT: UMBRELLA FARMS FOUNDATION, INC.  
Ref. Number: W16000001582

We have received your document for UMBRELLA FARMS FOUNDATION, 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.

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.

Valerie Herring  
Regulatory Specialist II  
New Filing Section

Letter Number: 216A00000658

In compliance with Chapter 617, F.S., (Not for Profit)

APPROVED  
AND  
FILED

**ARTICLE I NAME**

The name of the corporation shall be: Umbrella Farms Foundation, Inc.

**ARTICLE II PRINCIPAL OFFICE**

16 FEB 25 AM 7:45

Principal street address:

746 Crestview Circle NW

Mailing address, if different is: SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Murdock, FL 33938

**ARTICLE III PURPOSE**

The purpose for which the corporation is organized is: See Attached Sheet

**ARTICLE IV MANNER OF ELECTION** The manner in which the directors are elected and appointed: See Attached Sheet

**ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS**

Name and Title: Doni L. Gerace, P, T Name and Title: \_\_\_\_\_

Address: P.O. Box 380535 Address: \_\_\_\_\_  
Murdock, FL 33938

Name and Title: Chantelle Grant, V Name and Title: \_\_\_\_\_

Address: P.O. Box 380535 Address: \_\_\_\_\_  
Murdock, FL 33938

Name and Title: Amy Patterson, S Name and Title: \_\_\_\_\_

Address: 1425 Bloxham Ave Address: \_\_\_\_\_  
Punta Gorda, FL 33982

Name and Title: \_\_\_\_\_

Name and Title: \_\_\_\_\_

Address \_\_\_\_\_

Address: \_\_\_\_\_

APPROVED  
AND  
FILED

16 FEB 25 AM 7:45

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Name and Title: \_\_\_\_\_

Name and Title: \_\_\_\_\_

Address \_\_\_\_\_

Address: \_\_\_\_\_

**ARTICLE VI REGISTERED AGENT**

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Name: Doni L. Gerace

Address: 746 Crestview Circle NW

Port Charlotte, FL 33948

**ARTICLE VII INCORPORATOR**

The name and address of the Incorporator is:

Name: Doni L. Gerace

Address: P.O. Box 380535

Murdock, FL 33938

*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity*

Doni L. Gerace

Required Signature of Registered Agent

12-17-15

Date

*I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.*

Doni L. Gerace

Required Signature of Incorporator

12-17-15

Date

## FL Articles of Incorporation

### Article III: PURPOSE

Said organization is organized exclusively for charitable, educational, and scientific 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. This non-profit corporation will have all the powers as stated in Section 617.021, Florida Statutes 1991 and all acts amendatory thereof, including the Corporation's registration with the internal Revenue Service as a 501(c)(3) - 59-135-8912. To establish and maintain charitable purposes as an institution providing services primarily for residents of Florida.

The primary mission of Umbrella Farms Foundation is to offer coaching to persons in need. Coaching is assessing the needs of clients, collaborating with clients on solutions, and offering strategies that assist individuals and organizations in reaching identified goals. Our purpose is to assign an individual who qualifies for our services (one who does not have the means or plan to get their life back together, e.g. persons who have lost their job, who were recently released from jail, and/or who have endured a difficult life experience) to program(s) designed to give them the tools necessary to fulfill their goals. Our coaching focuses upon empowering these individuals through education, skill building, modeling, counseling, service work, and networking to improve their lives and provide them with direction they will need to move ahead in life.

### DISSOLUTION

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

### CONFLICT OF INTEREST

No officer, Director, or member of the Corporation will have a direct or indirect financial interest in the Corporation's interest when it is contemplating entering into a transaction or arrangement that might result in a possible excess benefit transaction. This policy, which has been adopted by resolution of the governing board, is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

### Article IV: THE MANNER IN WHICH DIRECTORS ARE ELECTED AND/OR APPOINTED:

Elections will be held at the annual meeting in **November**. Nomination for all positions may be made from the floor, but only with express consent of the person or persons nominated.

From a slate of nominees presented at the **October** meeting of the Corporation, the Board of Directors will elect from its membership the Executive Committee of the Board, comprised of the

President, Vice President, Secretary, Treasurer and one (1) additional member at large. Each member of the Executive Committee will serve two consecutive two year terms and may be elected to successive terms without limit. Any vacancies occurring on this Committee may be filled by the Board of Directors.

The Executive Committee will have all the power and authority of the Board of Directors in the interim between regular Board meetings, and its acts, by majority vote of the entire membership of the Executive Committee will be binding upon the Corporation; provided, however the Executive Committee will exercise this authority only with respect of those matters deemed by the President or by a majority of the Executive Committee, to be of sufficient importance to require a decision and action prior to the next regularly scheduled meeting of the Board of Directors. The Executive Committee will recommend action by the Board of Directors with respect to any matter affecting the Corporation.

An affirmative vote of a majority of the Board of Directors present quorum and attending will be required to elect officers, board members, and to remove from office a trustee or officer for cause deemed sufficient by those voting for such removal.

Any member of the Board of Directors, who will have three (3) unexcused absences from regularly scheduled meetings of the Board in any fiscal year, will automatically be dropped as a member of the Board. Absences may be excused for just cause and may be registered verbally, in writing, by telephone or email prior to such meetings.