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*[Signature]* 07/13/16

**COVER LETTER**

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

**SUBJECT:** BackpackProjectUSA, 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:** Thomas Weaver  
Name (Printed or typed)

30 East Texar Drive

Address

Pensacola, FL. 32503

City, State & Zip

850-554-4581

Daytime Telephone number

tweaver@escambia.k12.fl.us

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

**ARTICLE I - NAME**

The name of this corporation shall be: **Backpack Project USA, Inc.**

**ARTICLE II - PRINCIPAL OFFICE**

The principal street and mailing address shall be:

Backpack Project USA, Inc.  
30 East Texar Drive  
Pensacola, FL. 32566

**ARTICLE III - DURATION**

This Corporation shall exist perpetually unless dissolved according to law.

**ARTICLE IV - PURPOSE**

This Corporation is organized to raise funds to provide food supplements to as many at risk Escambia School District students as possible on school weekends so that they may be better prepared for education. In addition, this Corporation seeks to raise awareness of the needs of these students and students nationwide.

This Corporation is organized exclusively for charitable and educational purposes, within the meaning of section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future tax code, 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 the corresponding section of any future tax code. The Corporation may conduct programs and activities, raise funds, request and receive grants, gifts, contributions and bequests of moneys, real and personal property or acquire, receive, hold and administer, in its own name, funds, objects of value, or other property, real and personal, and make expenditures and distributions for the benefit of as many at risk students of The School District of Escambia County, Florida, as possible. All activities of this Corporation shall be conducted in such a manner consistent with the foregoing purpose, and in accordance with the Florida Not For Profit Corporation Act, The Internal Revenue Code 501(c)(3) rules and regulations, and the Policies and Procedures of The School District of Escambia County, Florida.

**ARTICLE V - MEMBERS**

The Corporation shall have members. The Board of Directors of the Corporation shall have the power to admit members to the Corporation in such manner, subject to such qualifications, and upon such terms and conditions and with such rights and privileges, including voting, as may be provided and specified in the Bylaws of the Corporation and are not inconsistent with any provision of these Articles of Incorporation. All persons who are interested in the objectives of the Corporation shall be eligible for membership. The Corporation shall provide for equal membership to all persons regardless of race, color, religion, sex, age, or natural origin.

## **ARTICLE VI - PROHIBITED ACTIVITIES**

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its directors, officers, members, 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 conformity with and in furtherance of the purposes set forth in Article IV hereof. 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 any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal Tax under 26 U.S.C. 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future Federal Tax Code) or (b) a corporation, contributions to which are deductible under 26 U.S.C. 170(c)(2) of the Internal Revenue Code (or the corresponding provision of any future Federal Tax Code).

## **ARTICLE VII - DISPOSITION OF ASSETS UPON DISSOLUTION**

Upon dissolution of the Corporation, the Board of Directors shall pay or make provisions for the discharge of all of the liabilities of the Corporation obtained exclusively for the purposes of the Corporation in such manner. All assets shall be distributed for one or more exempt purposes within the meaning of 26 U.S.C. 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future Federal Tax Code) to such organization or organizations organized and operated for charitable purposes as shall at the time qualify as an exempt organization as the Board of Directors shall determine. Any such assets not so disposed of shall be distributed by the Circuit Court of Escambia County, Florida, pursuant to Florida Statutes §§ 617.1430-33 exclusively for such purposes or to such organization or organizations engaged in activities substantially similar to those of this Corporation, as said Court shall determine, which are organized and operated exclusively for such purposes.

## **ARTICLE VIII – MANNER OF ELECTION**

Officers of this Corporation shall be elected by a majority of members at the October meeting, annually. Officers serve one (1) year term and may be re-elected to an unlimited number of terms.

## **ARTICLE IX - BOARD OF DIRECTORS**

The Corporation shall have a Board of Directors that will govern all activities of the Backpack Project USA, Inc., as specified in the bylaws. The bylaws shall also provide for their duties and functions. The Board of Directors shall manage the affairs of the Corporation. The names and addresses of the members of the first Board of Directors and Officers, all of who shall hold office until their successors are duly elected and qualified, are as follows:

**President -** Gregory L. Gibbs  
33490 Magnolia Farms Rd.  
Robertsdale, AL 36567

**Vice President -** Thomas Silvers  
1500 North 61<sup>st</sup> Ave.  
Pensacola, FL 32506

**Treasurer -** Elizabeth Arthur  
2839 Godwin Lane  
Pensacola, FL 32526

**Executive Director -** Thomas Weaver  
7653 East Bay Blvd.  
Navarre, FL 32566

## **ARTICLE X - AMENDMENTS**

The Board of Directors may amend these Articles of Incorporation from time to time at any meeting by two-thirds (2/3) vote of members of the Corporation present and any meeting called for that purpose, provided that the notice as described in the Bylaws has been given to all members of the character of the proposed amendment

or amendments, to be voted upon.

## ARTICLE XI - BYLAWS

The Corporation's Board of Directors may adopt, change, amend, or repeal the Corporation's bylaws, not inconsistent with law or its Articles of Incorporation, for the administration of the affairs of the Corporation and the exercise of its corporate powers in the manner provided by the bylaws.

## ARTICLE XII - REGISTERED AGENT

The name and street address of the Registered Agent is:

Thomas Weaver  
30 East Texar Drive  
Pensacola, FL 32503

## ARTICLE XIII - INCORPORATOR

The name and street address of the Incorporator is:

Thomas Weaver  
30 East Texar Drive  
Pensacola, FL 32503

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.

      6/23/16  
Required Signature of Registered Agent      Date

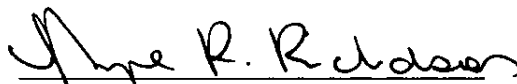
I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

      6/23/16  
Required Signature of Incorporator      Date

The foregoing instrument was sworn to and subscribed to me this 23<sup>rd</sup> day of June 2016, by Thomas Weaver, who is personally known to me, or has produced Florida Driver's License as identification and who did take an oath.



MONIQUE R. RICHARDSON  
MY COMMISSION # EE 851838  
EXPIRES: November 15, 2016  
Bonded Thru Budget Notary Services

  
Notary Signature  
Print Name: Monique R. Richardson  
Notary Public, State of Florida  
My commission expires: 11.15.2016