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(Requestor's Name)

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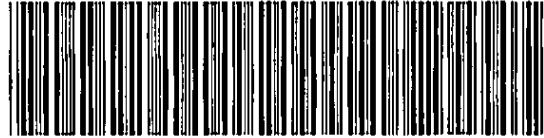
(Business Entity Name)

(Document Number)

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

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FILED  
2021 MAY 24 PM 12:48  
SECRETARY OF STATE  
TALLAHASSEE, FL

A. Butler  
7/2/21

## COVER LETTER

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

SUBJECT: The Eyes On Your Mission Project, Inc

CORPORATE NAME

Enclosed are an original and one (1) copy of the restated articles of incorporation and a check for:

☐ \$35.00      ☐ \$43.75  
Filing Fee      Filing Fee  
                         & Certificate of Status

☒ \$43.75      ☐ \$52.50  
Filing Fee      Filing Fee,  
& Certified Copy      Certified Copy  
                         & Certificate of  
                         Status

**ADDITIONAL COPY REQUIRED**

FROM: Mike Firmature

Name (Printed or typed)

900 Bay Drive, Apt 1015

Address

Miami Beach, Fl 33141

City, State & Zip

630-835-4811

Daytime Telephone number

mike.firmature@gmail.com

E-mail address: (to be used for future annual report notification)

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

FILED

**Restated Articles of Incorporation**  
**of**  
**The Eyes On Your Mission Project, Inc.**

2021 MAY 24 PM 12:48

SECRETARY OF STATE  
TALLAHASSEE, FL

The undersigned is of legal age and through this document adopts and invokes the rights and responsibilities of the provisions of the Florida Not For Profit Corporation Act, Chapter 617 of the Florida Statutes with the intent to amend and restate the articles of the nonprofit corporation.

The text of the Restated Articles is as follows:

**1. Name of the Corporation**

The name of the nonprofit corporation is "The Eyes On Your Mission Project, Inc." (hereinafter "The Corporation").

**2. Registered Office Address and Mailing Address**

The Corporation's registered office & mailing address is:

c/o Hopi Noel Morton  
900 Bay Drive, Apt 1015  
Miami Beach, FL 33141

**3. Registered Agent**

The name and Florida street address of the registered agent is:

c/o Hopi Noel Morton  
900 Bay Drive, Apt 1015  
Miami Beach, FL 33141

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.

Registered Agent Signature : Hopi Noel Morton

05/07/2021  
Date: \_\_\_\_\_

#### **4. Purpose**

The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes as specified in Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of a future federal tax code. This corporation will not be operated for profit, but rather is operated exclusively for exempt purposes.

The specific purpose of the Corporation is:

**Charitable:** Relief of the poor, the distressed, or the underprivileged by serving nonprofits, students, industry professionals and communities at the intersection of video production and social change. The Eyes On Your Mission Project, Inc. does this by offering an annual video grant, which provides other charitable organizations with free video production. Combating community deterioration and juvenile delinquency by empowering youth and communities to actualize positive change through access to media technology, production skills and digital storytelling.

**Educational:** Advancement of education of aspiring filmmakers through our Filmmaking Academy and Apprenticeship Program, passing on the values of Collaboration, Creativity, Learning, and Community.

#### **5. Exemption Requirements & Restrictions**

At all times, the following will operate as conditions restricting the operations of the Corporation:

- i. No part of the Corporation's annual gross receipts may inure to the benefit of, or be distributable to, its Directors, Officers, Members, or other private persons, incidentally or otherwise, except that the organization is authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the charitable purposes described above. This includes reasonable compensation for employees and independent contractors.
- ii. No substantial part of the activities of the Corporation is the carrying on of propaganda or otherwise attempting to influence legislation. The corporation will not participate in or intervene in any political campaign on behalf of or in opposition to any candidate for public office (this includes the publishing or distribution of statements).
- iii. This Corporation will not make grants to foreign organizations or send money or property to foreign organizations that are unrelated to the Corporation's charitable mission.
- iv. The Corporation has no capital stock.
- v. If the Corporation should add chapters (not separately incorporated) or affiliates (separately incorporated) to its corporate structure, then Corporation is the parent according to the following terms:
  - The parent organization and its subordinates will all have similar structures, purposes, and activities;
  - The parent organization will set governance and fiscal policies in a uniform governing instrument that each of its subordinates must adopt and follow;
  - The parent organization will supervise each subordinate chapter or affiliate, and each subordinate will agree to be partnered with the parent through a written charter contract;

- Subordinates agree to share financial information with the parent organization at all reasonable times (at least quarterly if requested), and to file Form 990s with the IRS if required.
- vi. Notwithstanding any other provisions of this document, Corporation will not carry on any other activities prohibited by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code (or the corresponding section of any future federal tax code).

## **6. Corporate Powers**

The Corporation generally has the powers of a nonprofit corporation pursuant to state statute subject to the limitations of these articles, applicable federal and state laws, or the organization's bylaws. This includes the power to buy and sell property of any kind, enter into contracts, loans, and mortgages; solicit donations, make donations or grants; apply for and receive grants, accept bequests, and establish and maintain an endowment fund.

## **7. Written Action**

Any action that could be taken at a Board meeting may instead be taken by written action, so long as the following conditions are met:

- The action is taken by a unanimous vote or a vote of the number of directors that would be required to take the same action at a meeting of the board at which all directors were present.
- The votes cast through written action must be voted on through authenticated electronic communication (defined as communication that includes information which one can reasonably identify who the sender was (for example, a known email address, phone number, certified e-signature program, etc.)).
- Once the vote is complete, all directors are given immediate notice of the text and effective date of the written action.
- Action taken under this section is effective when the last director signs the consent unless the consent specifies a different effective date.

Action taken under this section has the effect of a meeting vote and may be described as a meeting vote in any document.

## **8. Membership**

The Corporation does not have voting members.

## **9. Board of Directors**

The management of the affairs of the Corporation is vested in a Board of Directors made up of at least 3 directors and as defined in Corporation's Bylaws. No Director has any right, title, or interest in or to any property of the Corporation.

## **10. Limited Liability & Indemnification**

A director will discharge the duties of the position of director in good faith, in a manner the director reasonably believes to be in the best interests of the Corporation, and with the care an ordinarily prudent person in a like position would exercise under similar circumstances. A person who so performs those duties is not liable by reason of being or having been a director of the corporation.

The Corporation will indemnify and hold harmless its directors and officers and executive level employees, except in cases involving willful misconduct.

No Director, Officer, member, or employee of the Corporation is personally liable for the properly authorized acts, debts, liabilities, or obligations of the nonprofit corporation.

Likewise, no acts, debts, liabilities, or obligations of an individual Director, Officer, member, or employee are subject to payment by the Corporation as a debt or obligation.

## **11. Conflicts of Interest Policy**

The Corporation adopted a Conflicts of Interest Policy that meets IRS requirements and nonprofit sector best practices. The purpose of a conflicts of interest policy is to protect the Corporation when the Corporation is contemplating conducting transactions that might benefit the private interest of an Officer or Director of the Corporation or that might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

## **12. Gift Acceptance**

The Corporation may generally solicit and accept gifts that are consistent with its mission. Donations may generally be accepted by the Corporation from individuals, partnerships, corporations, foundations, government agencies, or other entities, without limitation. In the course of its regular fundraising activities, the Corporation may accept donations including but not limited to money; real property; personal property; stock; other assets; and, in-kind goods or services.

The Corporation may establish other gift acceptance policies from time to time which more specifically regulate the acceptance of or solicitation of gifts.

Directors and Officers will not personally accept gifts, entertainment, beneficial actions, or other tokens of recognition from individuals or entities when the party providing the gift, entertainment or favor does so under circumstances where it might be inferred that the action is or could be intended to influence the Director or Officer in the performance of their duties. However, this policy does not apply to acceptance of items or entertainment of nominal value which are not related to any particular transaction.

## **13. Duration & Dissolution**

The duration of this Corporation's corporate existence is perpetual unless dissolved.

The methods and procedures of dissolution are governed by Florida state statutes.

#### **14. Distribution of Assets Upon Dissolution**

At the direction of the Board of Directors, any and all remaining assets upon dissolution of the Corporation will be distributed exclusively to one or more charitable, religious, scientific, literary, or educational organizations which would qualify under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of a future federal tax code, or to the federal, state, or local government, for a public purpose.

#### **15. Article Consolidation**

These adopted restated articles of incorporation supersede the original articles of incorporation and all amendments to them.

#### **16. Adoption of Amendments**

These restated articles of incorporation were adopted by a majority vote of the board of directors.

**IN WITNESS WHEREOF**, the undersigned subscribes to this document as an officer of the board to restate the Articles of Incorporation for the Corporation named above under the laws of the State of Florida. I submit this document and affirm that the facts stated herein are true. I am aware that the 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.

05/11/2021

\_\_\_\_\_  
Mike Firmature, President

Dated: \_\_\_\_\_

SIGNATURE  
CERTIFICATE

## TRANSACTION DETAILS

**Reference Number**  
E0F0475B-7CF2-4369-B768-4E3216534CB0**Transaction Type**  
Signature Request**Sent At**  
05/03/2021 13:33 EDT**Executed At**  
05/11/2021 20:43 EDT**Identity Method**  
email**Distribution Method**  
email**Signed Checksum**  
30775a7127435d617027059c128733c65a2c7bada1071a2d7a1811814a77137e3**Signer Sequencing**  
Disabled**Document Passcode**  
Disabled

## DOCUMENT DETAILS

**Document Name**  
Eyom Restatedarticles Final 2021-04-07**Filename**  
eyom\_restatedarticles\_final\_2021-04-07.pdf**Pages**  
5 pages**Content Type**  
application/pdf**File Size**  
133 KB**Original Checksum**  
c9215f0472809a1c15725d213a13d4e17ea82002c7147b9a7a5c5b74c83e

## SIGNERS

## SIGNER

**Name**  
Mike Firmature  
**Email**  
mike.firmature@gmail.com  
**Components**  
2

## E-SIGNATURE

**Status**  
signed  
**Multi-factor Digital Fingerprint Checksum**  
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**Device**  
Chrome Mobile iOS via iOS  
**Drawn Signature**

## EVENTS

**Viewed At**  
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05/11/2021 20:43 EDT**Signature Reference ID**  
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67**Name**  
Hopi Noel Morton  
**Email**  
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signed  
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05/07/2021 14:53 EDT**Signature Reference ID**  
B4987E98

## AUDITS

## TIMESTAMP

05/03/2021 13:33 EDT

05/03/2021 13:33 EDT

05/03/2021 13:33 EDT

05/06/2021 10:32 EDT

05/06/2021 10:32 EDT

05/07/2021 14:53 EDT

## AUDIT

Jessica Birken (jess@birkenlaw.com) created document 'eyom\_restatedarticles\_final\_2021-04-07.pdf' on Chrome via Windows from 73.127.6.59.

Mike Firmature (mike.firmature@gmail.com) was emailed a link to sign.

Hopi Noel Morton (hopi@eyesonyourmission.org) was emailed a link to sign.

Mike Firmature (mike.firmature@gmail.com) was emailed a reminder.

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Hopi Noel Morton (hopi@eyesonyourmission.org) viewed the document on Chrome via Mac from 184.164.178.1.



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