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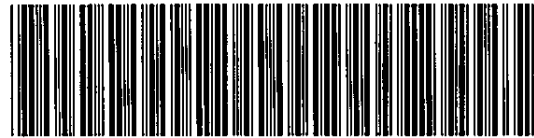
(Business Entity Name)

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OCT 21 2016
10/21/16 10:15 AM
OCT 21 2016
10/21/16 10:15 AM

W16-065684

10/25/16



FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 23, 2016

SUSAN CARPENTER
16 CASTLE HARBOR ISLE DR.
FT. LAUDERDALE, FL 33308

SUBJECT: KINDHEART RESOLUTIONS, INC.
Ref. Number: W16000065684

We have received your document for KINDHEART RESOLUTIONS, 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 document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.)

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.

Thomas Chang
Regulatory Specialist II
New Filing Section

Letter Number: 916A00020454

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COVER LETTER

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

SUBJECT: KindHeart Resolutions, 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: Susan Carpenter
Name (Printed or typed)

16 Castle Harbor Isle Drive
Address

Ft. Lauderdale, FL 33308
City, State & Zip

954-817-9666
Daytime Telephone number

susanc@tppby.org
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
KindHeart Resolutions, Inc.**

Article I

Purpose

The purpose for which the corporation is organized shall be, but is not limited to, establishing a 100% volunteer, 501(C)3, not for profit organization that will serve the underserved, to the inclusion of the elderly, impoverished, persons with special needs and other at risk populations. To provide a multitude of services, programs and events designed to promote the overall well-being of the community and the aforementioned persons living within said community. To form working partnerships with volunteers, companies, groups and other 501(C)3 organizations in order to nurture the growth, strengthening, healing and positive aspects of said populations and communities, as well as to benefit each individual served in a unifying way that connects them to assisting resources through said services, programs and events.

Name

The name of the corporation shall be: KindHeart Resolutions, Inc.

Address

The principle office of the organization shall be: 1002 SW 15th Street, Boynton Beach, FL 33426

Mission Statement

The mission statement of the 501(C)3 organization to be known as KindHeart Resolutions, Inc., shall be: To fill in the gaps for those who are underserved, under-resourced and under-developed in regards to their ability to reach their potential and to allow them an opportunity to overcome, develop and proceed forward by offering the enriching, enlightening and encouraging benefits of awareness, education and supportive resources, that will help lift them up and enable them to function at their fullest potential to the benefit of themselves, their families and our communities.

Directors:

See Article IV For Initial Directors/Officers

Registered Agent:

Susan Carpenter CPA, MBA, 16 Castle Harbor Isle Drive, Ft. Lauderdale, FL 33308

Incorporator:

Amalie A. Ash, 1002 SW 15th Street, Boynton Beach, FL 33426

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Article II Director's Meetings

Section 1. Annual Meeting

The annual meeting of the Board shall be held at such time, place, date and order as shall be determined by the Board. The annual agenda and any other business brought to the attention of the Board shall be transacted at such meeting.

Section 2. Special Meetings

Special meetings of the Board may be called by the president, or a majority of the Board at such time, place, date and order as shall be determined in written notification of the meeting delivered at least three (3) days prior to such meeting.

Section 3. Procedure

The order of business and all other matters of procedure governing meetings shall be determined by the Board of Directors, thereafter executed by the presiding officer, elected by the Board as moderator over such meetings.

Section 4. Appointing Program Directors

The Board shall appoint Program Directors to assist with programs adopted by the Board for the purpose of accomplishing the goals of the organization. Program Directors can be chosen from among the Board, or can persons chosen among volunteers with the necessary qualifications.

Program Directors shall be appointed to office by a two-thirds (2/3rds) vote of the Board of Directors. Program Directors shall be considered consultants to the Board, and shall have equal vote on the Board in connection with their area of expertise, a two-thirds (2/3rds) vote of the Board and consultants deciding all matters of business concerning each program.

Program Directors shall be called to meet with the Board with three (3) days written notice, as deemed necessary by a two-thirds (2/3rds) of the Board. Program Directors failing to respond in attendance three (3) consecutive requests to meet shall be considered grounds for removal of said Director by a two-thirds (2/3rds) vote of the Board.

Article III Board of Directors

Section 1. Management of Affairs

The Board of Directors shall have the management of, overseeing and controlling property, programs/activities and all other affairs associated with, or belonging to the organization.

Section 2. Number and Qualifications

The number of directors serving on the Board is to be determined by a two-thirds (2/3rds) vote of all existing directors, at the annual meeting, at which time directors may change the number of directors serving and the required qualifications of the same, as so deemed necessary by the majority of directors present.

Section 2A.

Should a need arise for a change in the number of, or required qualifications of Program Directors called to serve within the organization, said changes and qualifications are to be established at the annual meeting.

Section 2B.

In the case of an immediate need for an addition to, replacement for, or removal of a Board Member, or Program Director in a consulting position to the Board, or to the required qualification need to best serve the interests of the organization, a special meeting of the Board may be called as to described in Article II, Section II and said decisions made prior to the annual meeting.

Section 3. Vacancies

Vacant positions on the Board shall be filled and/or otherwise addressed by a majority vote of all remaining Board members.

Section 4. Removal

Any director may be removed by a two-thirds (2/3rds) vote of all directors serving on the Board and in connection to the organization, to the excluding of the director subject to removal.

Section 4A.

Grounds for immediate removal of a director shall be established in writing by the Board of Directors and said documentation made known to all new and consulting directors by way of their signature in agreement, before taking their position in service to the organization.

Section 5. Meetings

Regular and/or special meetings of the Board of Directors shall be held at such times, dates, and places as so determined by the Board, or its presiding officer. Said meeting may also be called by a majority of directors united in requesting the same by written notice to the Board and the members thereof, allowing three (3) days' notice minimal in notice to the same. The president shall be presiding officer at all meetings, unless otherwise decided by a two-thirds (2/3rds) vote the directors present.

Section 5A.

Attendance of meetings of the Board of Directors is mandatory for all directors holding a position on the Board and all consulting Program Directors whose presence has been requested. Failure to attend three (3) consecutive meetings is grounds for removal. Failure to attend at least sixty percent (60%) of all meetings in which a director's attendance is required within any twelve (12) month period, is grounds for removal. There shall be a Quorum at all meetings which constitutes two-thirds (2/3rds) of the Board, or said meeting must be rescheduled and all decisions tabled.

Section 5B.

An outline of excused and reasonable cause for absenteeism shall be established in writing by the Board of Directors and said documentation made known to all new and/or consulting directors by way of their signatures in agreement, before taking their position in service to the organization.

Section 6. Procedure

The order of business and all matters of procedure at every meeting shall be determined by the Board of Directors and executed by the officer presiding over said meetings.

Section 7. Action Without A Meeting

Actions to be taken by the Board of Directors may be decided and authorized by a majority rule of the same by phone, or written communication in cases where it is impractical to convene, not possible to gather together, or otherwise necessary to resort to phone or written procedures to the inclusion of by not limited to emergencies, or time sensitive issues.

Section 7A.

An outline of circumstances and procedures governing "Action Without A Meeting" are to established by the Board of Directors in writing and said documentation made know to all new and/or consulting directors by way of their signature in agreement, before taking their position in service to the organization.

Article IV**Initial Directors/Officers****President/Founder:**

Amalie A. Ash, 1002 SW 15th Street, Boynton Beach, FL 33426

Vice-President:

Rebecca Currie, 316 Glenn Road, West Palm Beach, FL 33405

Treasurer/Secretary:

Susan Carpenter CPA, MBA, 16 Castle Harbor Isle Drive, Ft. Lauderdale, FL 33308

Section 1. Officers

The position of all said officers and those future officers elected to positions deemed necessary by the Board Of Directors for the benefit and function of the organization, shall be determined by a two-thirds (2/3rds) vote of the Board of Directors. If the office of any officers becomes vacant for any reason, the vacancy shall be filled by a majority vote of the remaining Board. Officers shall be elected from the Board of Directors.

Section 2. President

The President shall be the Chief Executive Officer of the organization and shall preside at all meetings of the Board and all other related parties and/or committees serving the Board, or shall appoint someone to act in his/her place. The President shall have the general powers and duties of supervision and management of the organization which usually pertains to such office, or shall respect the acts and decisions of the elected Vice-President and/or Organization Manager acting in his/her place, if he/she cannot attend to said duties. The President shall perform all such duties as are properly required by the

Board and all laws pertaining to the operation of a not for profit organization. The President shall represent the organization, as so established by the Board of Directors. The President shall serve as Organization Manager, until said officer is able, or a new elected Organization Manager is in place, if for any reason said officer cannot see to his/her duties. The President shall serve the organization to the best of his/her abilities, abiding by all governing guidelines and all established rules of the same. The President shall see to the duties of his/her office to the best interest of the organization in all circumstances.

Section 3. Vice-President

The Vice-President shall, in the absence of the President, perform the duties and exercise the powers of the President. The Vice-President shall have such powers and perform such duties as usually pertains to said office, or as are required by the Board of Directors, taking over the position of President should the President be unable to see to said duties for any reason. The Vice-President shall perform the duties of any officer who may be unavailable, until said officer returns, or vacates their position and a new elect is in position. The Vice-President shall serve the organization to the best of his/her abilities, abiding by all governing guidelines and all established rules of the same. The Vice-President shall see to the duties of his/her office to the best interest of the organization in all circumstances.

Section 4. Organization Treasurer

The organization shall keep all records, file all required documentation and shall conduct all manners of business and operation according to Local, State, Federal and International requirements, as necessary depending on the focuses of said organization, and shall adhere to all laws, requirements and/or restrictions set in place in regards to conducting programs, projects and events. As well, said organization shall keep all records, documentation and matters of business and operation according to the requirements established by the organization's Board of Directors and shall adhere to all rules of operation set in place by the same. Said business operations shall include, but may not be limited to, the position of Treasurer. Said Treasurer shall be elected by the Board of Directors and shall become an officer of the Board upon taking his/her position as Treasure. The position of Treasure includes, but is not limited to, accomplishing such task as: keeping financial records, making financial report, filing financial documentations, making bank deposits, writing checks according to the established guidelines set in place by the Board of Directors, paying bills according to the established guidelines set in place by the Board of Directors, overseeing fundraising activities, donations and grants; as well as any other tasks voted into place by the Board of Directors. Said Treasurer shall also research and explore financial options, insurances, investments, grant options, and other such financial focuses, as the financial representative of the organization and may present said options to the Board for consideration.

Section 5. Organization Secretary

The organization shall keep all records, file all required documentation and shall conduct all manners of business and operation according to Local, State, Federal and International requirements, as necessary depending on the focuses of said organization, and shall adhere to all laws, requirements and/or restrictions set in place in regards to conducting programs, projects and events. As well, said organization shall keep all records, documentation and matters of business and operation according to the requirements established by the organization's Board of Directors and shall adhere to all rules of operation set in place by the same. Said business operations shall include, but may not be limited to, the position of Secretary. Said Secretary shall be elected by the Board of Directors and shall become an officer of the Board upon taking his/her position as Secretary. The position of Secretary includes, but is

not limited to, accomplishing such task as: keeping and maintaining all official records, documentations and correspondences. Said Secretary may send messages, requests, thank-you notes, reports and other correspondences as the communications representative of the organization and its operations. Secretary is also responsible for taking, keeping and maintaining all official notes of meeting, phone calls, and other correspondences. Archiving and maintaining all official records, photographs, videos, memorabilia, and program/activity related keepsakes. Said position includes, overseeing telephones, emails, websites and other elements of business and operation as so declared by the Board of Directors.

Section 6. Organization Manager

The organization shall conduct all manners of business and operation according to Local, State, Federal and International requirements, as necessary depending on the focuses of said organization, and shall adhere to all laws, requirements and/or restrictions set in place in regards to conducting programs, projects and events. As well, said organization shall oversee all function of operation to help assure that all members, partners, supporters, and others associated with the same are functioning within the guidelines set in place by this Articles of Incorporation and the Board of Directors of the organization; helping to assure the well-being of the organization, its programs, volunteers and all those it associated with it. Said business operations shall include, but may not be limited to, the position of Organization Manager. Said Organization Manager shall oversee and supervise all ruling parties, volunteers, committees and other persons serving the organization to help assure all aspects of rule governing the organization and all operations of the organization are adhered to and the best interests of the organization is secure, and the needs of those served are being addressed according to the Mission Statement of the organization and the rules of operation set in place and shall report to the Board. The Organization Manager shall be elected by the Board and will become an officer of the Board, upon taking position. The Program Manager shall assist with all aspects of organization government, rule and operation and shall backup the positions of Treasurer and Secretary and shall be in a position where he/she can fill in for the same in the case of illness, injury or emergency. The Organization Manager shall be activity involved in overseeing all aspects of organization business, operation and activity. The Organization Manager shall serve the organization to the best of his/her ability, and shall abide by all governing guidelines and all established rules of the same, with the sole goal of assuring the well-being of the organization, its Board, its volunteers, its supporters and all those associated with it, as well as all those served by it, and shall represent the same in a supportive manner that promotes the Mission Statement and goals of the organization and its associations; opening reporting to the Board of Directors in regards to all incidents, occurrences and involvements.

Article V
Initial Registered Agent

I hereby am familiar with and accept the duties and responsibilities associated with the position of Registered Agent for KindHeart Resolutions, Inc.

Treasurer/Secretary: Susan Carpenter CPA, MBA

16 Castle Harbor Isle Drive


Ft. Lauderdale, FL 33308

Article VI
Incorporator

President/Founder: Amalie A. Ash

1002 SW 15th Street

Boynton Beach, FL 33426

 09-17-2016

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Article VII
Statement of Intent/Dissolution

KindHeart Resolutions, Inc. intends to serve within the guidelines of its Articles of Incorporation, By-Laws and Board of Directors' established decisions made to the benefit of the same. In the event that KindHeart Resolutions, Inc. dissolves, the assets, after payment of debts, shall be distributed among agencies with similar, or like missions.

Article VIII
Derestriction of Service

KindHeart Resolutions, Inc. intends to serve all persons who fall within the described aforementioned Mission Statement of the organization, as stated in the organization's Articles of Incorporation, in an all-inclusive, non-prejudices manner; exclusive only of those who don't fall within the guidelines of said Articles of Incorporation, or who cause harm or unrest, or who have been proven to be a threat to others and/or the organization. Services rendered by the organization shall be established by the organization at a state level, Florida State being the state of registration of said organization, at a national level, the United States of America being the country of registration of the organization, and at an international level assisting when opportunities arise to help address the needs resulting from natural disasters, global emergencies and/or environmental health issues; and said organization, as well as those involved with the same, will follow all regulations, restrictions and requirements set forth by Local, State, Federal and National authorities. We do hereby confirm that said organization, and all groups, individuals and/or other associations involved with the same, are, to the best of our knowledge, in no way connected with, or otherwise involved in, any form of terrorist activity.