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DIVISION OF CORPORATIONS
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COVER LETTER

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

Heads Up Health USA Inc.

SUBJECT: _____
(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: Janna Hull

Name (Printed or typed)

100 East Linton Blvd. Suite 111B

Address

Delray Beach, FL 33483

City, State & Zip

682-560-0084

Daytime Telephone number

nopillsorbills@gmail.com

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

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

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Heads Up Health USA Inc.
A Florida Not for profit Corporation
ARTICLES OF INCORPORATION

ARTICLE I NAME

The Name of the corporation shall be **Heads Up Health USA Inc.** a Not for profit Corporation organized under Chapter 617 of the Florida Statutes.

ARTICLE II PRINCIPAL OFFICE

Principal **street** address:

100 East Linton Blvd. Suite 111B
Delray Beach, FL 33483

ARTICLE III PURPOSE

This Corporation is organized exclusively for charitable, scientific and educational purposes as specified in Section 501 (c)(3) of the Internal Revenue 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 federal tax code.

The purpose for which the Corporation is formed is to provide financial assistance and health education in order to enhance quality of living. The corporation shall accept gifts, donations and endowments, and make gifts, donations and endowments for or to any charitable, scientific or educational undertaking, organization, institution or purpose anywhere in the world that meets the tax-exempt requirements of 501(c)(3) section of the Internal Revenue Code.

ARTICLE IV NOT FOR PROFIT NATURE

- (a) Heads Up Health USA Inc. is organized exclusively for charitable, scientific, and educational purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations as defined in §501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 (the "IRC" or the "Code") or the corresponding provisions of any future United States Internal Revenue law including without limitation the purposes stated in its Articles of Incorporation and the following purposes, but only to the extent that they are within the scope of such exempt purposes;
- (b) No director, officer, or any other private individual shall receive at any time any of the net earnings or pecuniary profit from the operations of the corporation. No loans shall be made by the Corporation to its directors or officers. No director, officer or any other private individual shall be entitled to share in the distribution of any of the corporate assets upon the dissolution of the Corporation, provided that this shall not prevent the reimbursement of expenses incurred by such persons for and on behalf of the Corporation and the payment of reasonable compensation for services rendered to or for the Corporation as shall be approved by the Board of Directors. 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 or in opposition to any candidate for public office.
- (c) All directors and officers of the Corporation shall be deemed to have expressly consented and agreed that upon dissolution or winding up of the affairs of the Corporation, whether voluntary or involuntary, after compliance with all applicable laws, the assets of the Corporation then remaining in the hands of the Board of Directors shall be transferred, conveyed, delivered and paid over for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the 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 so disposed of shall be disposed of by the Superior Court of the county in which the principal office of the corporation 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.

ARTICLE V MANNER OF ELECTION

Directors shall be appointed or elected as indicated in the bylaws of the corporation.

ARTICLE VI INITIAL OFFICERS AND DIRECTORS

Name and Title:

Jaana Hull – Director and President
100 East Linton Blvd. Suite 111B
Delray Beach, FL 33483

Name and Title:

Elizabeth Hull – Director and Treasurer
807 Desmond Lane #1006
Fort Worth, TX 76120

Heads Up Health USA Inc. Articles of Incorporation

Dorothy Darling – Director and Secretary
4900 North Ocean Dr. #715
Lauderdale by the Sea, FL 33308

ARTICLE VII REGISTERED AGENT

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

Name: Dorothy Darling
Address: 4900 North Ocean Dr. #715
Lauderdale by the Sea, FL 33308

ARTICLE VIII INCORPORATOR

The name and address of the incorporator is:

Name: Kirsten Stevens
Address: 1730 S. Federal Hwy. #309
Delray Beach, FL 33483

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

Dorothy Darling
Dorothy Darling
Required Signature of Registered Agent

11-23-16
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.

Kirsten Stevens
Kirsten Stevens
Required Signature of Incorporator

11/28/16
Date