

π 01/19/17

## COVER LETTER

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

SUBJECT: CAREBAG, 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: Rozanne Brown  
Name (Printed or typed)

205 W Arbor Avenue  
Address

Port Saint Lucie, FL 34952  
City, State & Zip

954-496-6548  
Daytime Telephone number

wecare@carebag.net

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

## ARTICLE I

**CareBag, Inc.**

### 1.01 Name

The name of this corporation shall be **CareBag, Inc.** The business of the corporation may be conducted as **CareBag, Inc.**

## ARTICLE II

### ADDRESSES OF THE CORPORATION

#### 2.01 Corporation Address

The principle address of the corporation is:  
**205 W Arbor Avenue, Port Saint Lucie, FL 34952**

The mailing address of the corporation is:  
**PO Box 880194, Port saint Lucie, FL 34988**

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17 JAN 17 PM 4:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLE III

### PURPOSE

#### 3.01 Purpose

is a non-profit corporation and shall operate exclusively for charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code. purpose is to offer the following services; including, but not limited to:

Serving the homeless, veterans, and children in need, who are hungry in the Treasure Coast in South Florida; preparing CareBags that are distributed throughout the area with food, personal items, and snacks for school kids. Our goal is to provide food and hygiene items on an ongoing basis.

To maximize our impact on current efforts, we may seek to collaborate with other non-profit organizations which fall under the 501(c) (3) section of the internal revenue code and are operated exclusively for educational and charitable purposes.

In accordance and agreement with the discretion of the Board of Directors, we may provide volunteer opportunities which will provide opportunities for involvement in said activities and programs in order to have a greater impact for change.

### **3.02 Public Benefit**

**CareBag, Inc.** is designated as a public benefit corporation.

## **NON-PROFIT NATURE**

### **3.03 Non-profit Nature**

**CareBag, Inc.** is organized exclusively for charitable 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. No part of the earnings of shall inure to the benefit of, or be distributable to its members, trustees, officers, 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 furtherance of the purposes set forth in the purpose clause hereof.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

**CareBag, Inc.** is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its charitable purposes. No part of the assets, receipts, or earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

### **3.04 Personal Liability**

No officer or director of this corporation shall be personally liable for the debts or obligations of **CareBag, Inc.** of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

### **3.05 Restricted Activities**

No substantial part of the corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

### **3.06 Prohibited Activities**

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (I) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (II) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

### **3.07 Conflict of Interest**

Any member of the board who has a financial, personal, or official interest in, or conflict (or appearance of a conflict) with any matter pending before the Board, of such nature that it prevents or may prevent that member from acting on the matter in an impartial manner, will offer to the Board to voluntarily excuse themselves and will vacate their seat and refrain from discussion and voting on said item.

### **3.08 Mission Statement**

Proverbs 19:17 says, "Whoever is kind to the poor lends to the Lord, and He will reward them for what they have done." You cannot expect to see a human being suffering from the basics in life and just pass them by. You cannot expect to receive a blessing, if you are not a blessing. We are all one community. If one is hungry, if one is hurt, We all feel it. "No one ever became poor by giving."

## **ARTICLE IV**

### **DURATION**

#### **4.01 Duration**

The period of duration of the corporation is perpetual.

#### **4.02 Election**

The Board of Directors were selected and approved by unanimous vote of the founding members.

## **ARTICLE V**

### **BOARD OF DIRECTORS**

#### **5.01 Governance**

**CareBag, Inc.** shall be governed by its Board of Directors.

#### **5.02 Initial Directors**

The initial directors of the corporation shall be:

**President:** Rozanne Brown

205 W Arbor Avenue, Port Saint Lucie, FL 34952

**Vice President:** Kevin Davis

232 SW Langfield Avenue, Port Saint Lucie, FL 34983

**Secretary/Treasurer:** Jannel George

3956 SW Wycoff Street, Port Saint Lucie, FL 34953

**Director:** Mark Cunningham

4237 SW Jared Street, Port Saint Lucie, FL 34953

**Director:** Andrew Tabannah

4366 SW Calah Circle, Port Saint Lucie, FL 34953

**Director:** Joel Borgella, II

574 NW Mercantile Place, Port Saint Lucie, FL 34986

### **MEMBERSHIP**

#### **5.03 Membership**

**CareBag, Inc.** shall have no general members. The management of the affairs of the corporation shall be vested in the Board of Directors, as defined in the corporation's bylaws.

### **AMENDMENTS**

#### **5.04 Amendments**

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the Board of Directors.

**ARTICLE VI**  
**REGISTERED AGENT**

The **name and Florida Street address** of the registered agent is:

Name (print): Rozanne Brown

Address: 205 W Arbor Avenue, Port Saint Lucie, FL 34952

**ARTICLE VII**  
**INCORPORATOR**

The **name and Florida Street address** of the incorporator is:

Name (print): Rozanne Brown

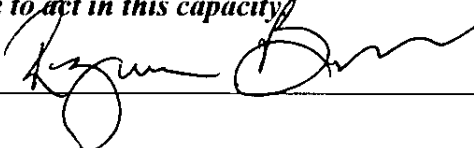
Address: 205 W Arbor Avenue, Port Saint Lucie, FL 34952

**ARTICLE VIII**

**EFFECTIVE DATE:**

The effective date is the date of the filing with the State of Florida Division of Corporations

*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.*

Required Signature of Registered Agent: 

Date: 12/24/16

*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.*

Required Signature of Incorporator: 

Date: 12/24/16

CLERK OF STATE  
TALLAHASSEE, FLORIDA  
17 JAN 17 PM 4:37  
966

## Certificate of Adoption of Articles of Incorporation

We, the undersigned, do hereby certify that the above stated Articles of Incorporation of **CareBag, Inc.** were approved by the Board of Directors and constitute a complete copy of Articles of Incorporation of the **CareBag, Inc.**

Names, addresses and signatures of all Board of Directors

  
**President:** Rozanne Brown

205 W Arbor Avenue, Port Saint Lucie, FL 34952

12/24/16  
Date

  
**Vice President:** Kevin Davis

232 SW Langfield Avenue, Port Saint Lucie, FL 34983

1/5/17  
Date

  
**Secretary/Treasurer:** Jannel George

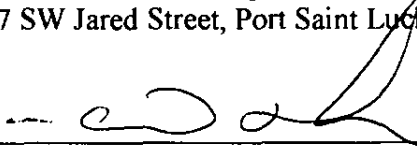
3956 SW Wycoff Street, Port Saint Lucie, FL 34953

12/24/16  
Date

  
**Director:** Mark Cunningham

4237 SW Jared Street, Port Saint Lucie, FL 34953

12/25/16  
Date

  
**Director:** Andrew Tabannah

4366 SW Calah Circle, Port Saint Lucie, FL 34953

12/24/16  
Date

  
**Director:** Joel Borgella, II

574 NW Mercantile Place, Port Saint Lucie, FL 34986

1/5/17  
Date