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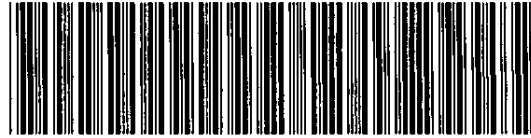
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02/07/17

COVER LETTER

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

SUBJECT: 100 ROUNDS, 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: BRENDASCHAMY

Name (Printed or typed)

4770 BISCAYNE BLVD. SUITE 1280

Address

MIAMI, FL 33137

City, State & Zip

786-581-2542

Daytime Telephone number

BRENDA@DSMIAMI.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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17 FEB -6 AM 11:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

of

100 ROUNDS, INC.,
a Florida not-for-profit corporation
("Corporation")

The undersigned Incorporator, for purposes of forming a Florida not-for-profit Corporation under the Florida Not for Profit Corporations Act, Chapter 617, inclusive, Florida Statutes hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

1.01 Name

The name of this Corporation shall be **100 ROUNDS, INC.**, a Florida not-for-profit corporation.

ARTICLE II DURATION

2.01 Duration

The period of duration of the Corporation is perpetual.

ARTICLE III PURPOSE

3.01 Purpose

The Corporation is organized exclusively for charitable, religious, educational and humanitarian purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) if the Internal Revenue Code or the corresponding section of any future federal code.

3.02 Public Benefit

100 ROUNDS, INC. is designated as a public benefit Corporation.

ARTICLE IV NON-PROFIT NATURE

4.01 Non-Profit Nature

The Corporation is organized exclusively for charitable and educational 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 net earnings of the Corporation 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 (i) 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 (ii) 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.

The Corporation 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 educational and charitable purposes. No part of the assets, receipts, or net 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.

4.02 Personal Liability

No officer or director of this Corporation shall be personally liable for the debts or obligations of the Corporation 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.

4.03 Dissolution

Upon termination or dissolution of the Corporation any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose.

Upon termination or dissolution of the Corporation, the organization(s) to receive the assets of the Corporation shall be selected by the discretion of a majority of the Board of Directors of the Corporation. and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the Corporation by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Florida.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this Corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Florida to be added to the general fund.

4.03 Prohibited Distributions

No part of the net earnings or properties of this Corporation, on dissolution or otherwise, shall inure

to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, 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 Article III, Section 3.01.

4.04 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.

4.05 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.

ARTICLE V **BOARD OF DIRECTORS**

5.01 Governance

100 ROUNDS, INC. shall be governed by a Board of at least three (3) Directors, as qualified pursuant to Section 617.0802, Florida Statutes.

5.02 Initial Officers and Directors

The initial Officers and Directors of the Corporation shall be:

<u>NAME & ADDRESS</u>	<u>TITLE</u>
RANALD SCHULZ 51 SW 11 TH STREET APT. 732 MIAMI, FL 33130	DIRECTOR; PVST
JULIA SCHULZ 51 SW 11 TH STREET APT. 732 MIAMI, FL 33130	DIRECTOR
JANET SCHULZ 51 SW 11 TH STREET APT. 732 MIAMI, FL 33130	DIRECTOR

5.03. Election of Officers and Directors.

Officers and Directors shall be elected or appointed in the manner and for the terms provided in the Bylaws of the Corporation.

ARTICLE VI
MEMBERSHIP

6.01 Membership

100 ROUNDS, INC. shall have no members. The management of the affairs of the Corporation shall be vested in the Board of Directors, as set forth in the Bylaws of the Corporation.

ARTICLE VII
PRINCIPAL AND MAILING ADDRESS

8.01 Corporate Address

The Principal Address of the Corporation is:

51 SW 11TH STREET APT. 732
MIAMI, FL 33130

The mailing address of the Corporation is:

51 SW 11TH STREET APT. 732
MIAMI, FL 33130

ARTICLE IX
APPOINTMENT OF REGISTERED AGENT

9.01 Registered Agent

The registered agent of the Corporation shall be:

RANALD SCHULZ
51 SW 11TH STREET APT. 732
MIAMI, FL 33130

ARTICLE X
INCORPORATOR

10.01 Incorporator

The Incorporator of the Corporation is:

RANALD SCHULZ
51 SW 11TH STREET APT. 732
MIAMI, FL 33130

ARTICLE XI
AMENDMENTS

10.01 Amendments

These Articles of Incorporation may be amended by the Directors of the Corporation in accordance with the procedures set forth in Chapter 617, Florida Statutes or the Bylaws of the Corporation, as may be amended from time to time.

CERTIFICATE OF ADOPTION OF ARTICLES OF INCORPORATION

INCORPORATOR:

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 Section 817.155, Florida Statutes.

By: Ranald Schulz
Ranald Schulz (Feb 1, 2017)

Ranald Schulz

REGISTERED AGENT:

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.

By: Ranald Schulz
Ranald Schulz (Feb 1, 2017)

Ranald Schulz

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17 FEB -6 AM 11:46
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TALLAHASSEE, FLORIDA