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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

✓ 02/22/17

## COVER LETTER

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

SUBJECT: Palm Beach Farmyards, 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: Mike Kane  
Name (Printed or typed)  
3915 S Flagler Dr #309  
Address  
West Palm Beach, FL 33405  
City, State & Zip  
(561) 410-6632  
Daytime Telephone number  
gmikekane@a@gmail.com  
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 OF PALM BEACH FARMYARDS, INC.

The undersigned, acting as incorporators of this Corporation not for profit pursuant to Chapter 617, Florida Statutes, adopt the following Articles of Incorporation as follows:

## I. NAME

The name of this corporation is Palm Beach Farmyards, Inc.

## II. PLACE OF BUSINESS

The address of the principal office and mailing address is:

3915 South Flagler Drive #309

West Palm Beach, FL 33405

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## III. DURATION

The Period of the duration of this Corporation is perpetual unless dissolved according to law. Corporate existence shall commence upon filing with the Secretary of State.

## IV. PURPOSE

The corporation is a not for profit corporation. The founders of this corporation wish to formalize their activities by creating this Corporation. The purposes of the Corporation are:

1. The specific and primary purpose for which this Corporation is formed is to facilitate the creation of an abundance of the highest-quality organic food within close proximity to where it will be consumed, thereby alleviating hunger, alleviating environmental impacts from industrial agriculture, fostering a culture of health and sustainability, and increasing the overall wellbeing of the people and the planet. In addition to growing and distributing fresh local vegetables and herbs, we provide urban and backyard farming consulting, installation and management services, host events and educational programming, and partner with other nonprofit organizations to promote healthy and strong local communities.
2. The general purposes for which this Corporation is formed are to operate exclusively for charitable purposes which will qualify it as an exempt organization under section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws, including, for those purposes, the making of distributions to

organizations which qualify as tax exempt organizations under that Code, or other programs or establishments, charitable in nature, which relate to charitable purposes

3. This Corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene by publication or distribution of any statements or otherwise in any political campaign on behalf of any candidate for public office. The assets and net earnings of the Corporation shall not inure to the benefit of any member, officer or director.

## V. MEMBERS

The members of the Corporation shall be the Board of Directors appointed by the incorporators and such other persons as may be selected in accordance with the By-laws. The Corporation shall not have a membership distinct from the Board of Directors.

## VI. REGISTERED AGENT

The street address and city of the registered office of the Corporation is:

3915 South Flagler Drive #309

West Palm Beach, FL, 33405

The name of the registered agent at such address is:

George Michael Kane

## VII. BOARD OF DIRECTORS

The powers of this Corporation shall be exercised, its property controlled, and its affairs conducted by a Board of Directors. The number of directors of the Corporation shall be no less than three (3) and no more than twenty-five (25), provided, however, that number may be changed subsequent to Article XII. The method of election of directors and the executive committee is as stated in the By-laws.

## VIII. INDEMNIFICATION OF OFFICERS AND DIRECTORS

All officers and directors of this Corporation shall be indemnified by the Corporation against all expenses and liabilities, including attorney's fees (including appellate proceedings) reasonably incurred in conjunction with any proceeding or settlement thereof in which they may become involved by reason of holding such office. The Corporation may purchase and maintain insurance on behalf of all officers and directors against liability asserted against them in their capacity as officers and directors or arising out of their status.

## IX. NON-STOCK BASIS

This Corporation is organized on a non-stock basis.

## X. AMENDING BY-LAWS

Subject to the limitations contained in the By-laws and any limitations set forth in the Not For Profit Corporation Act of Florida described above, concerning corporate action that must be authorized or approved by the members of the Corporation, the By-laws of this Corporation may be made, altered, rescinded, added to, or new By-laws may be adopted, either by resolution of the Board of Directors or by following the procedures set forth in the By-laws.

## XI. DISSOLUTION

On the dissolution of this Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, shall be distributed to a not for profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

## XII. AMENDMENTS TO ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors by a vote of two thirds of a quorum by the Board of Directors of the Corporation.

## XIII. INCORPORATOR

The name and address of the original incorporator is as follows:

George Michael Kane

3915 South Flagler Drive #309

West Palm Beach, FL 33405

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

 2/16/17  
Required Signature of Registered Agent      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.

 2/16/17  
Required Signature of Incorporator      Date

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