

N170000003375

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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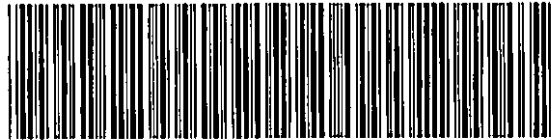
(Business Entity Name)

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2018 AUG 14 PM 1:09  
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TALLAHASSEE, FLORIDA

Re started Art

AUG 14 2018  
I ALBRITTON

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

Holding Space, Inc.  
NAME OF CORPORATION: \_\_\_\_\_

N17000003375  
DOCUMENT NUMBER: \_\_\_\_\_

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Sarabeth Jackson  
\_\_\_\_\_  
(Name of Contact Person)

\_\_\_\_\_  
(Firm/ Company)

1972 Lanier Ct.  
\_\_\_\_\_  
(Address)

Winter Park, FL 32792  
\_\_\_\_\_  
(City/ State and Zip Code)

jackson.sarabeth@gmail.com  
\_\_\_\_\_  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Sarabeth Jackson 3523592894  
\_\_\_\_\_  
(Name of Contact Person) at (Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- |   |  |   |  |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy is<br>Enclosed) |
|---|--|---|--|

**Mailing Address**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address**  
Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

August 8, 2018

SARABETH JACKSON  
1972 LANIER CT.  
WINTER PARK, FL 32792

SUBJECT: HOLDING SPACE, INC.  
Ref. Number: N17000003375

We have received your document for HOLDING SPACE, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

Please return 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) 245-6050.

Irene Albritton  
Regulatory Specialist II

Letter Number: 018A00016286



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

June 21, 2018

SARABETH JACKSON  
1972 LANIER CT  
WINTER PARK, FL 32792

SUBJECT: HOLDING SPACE, INC.  
Ref. Number: N17000003375

We have received your document for HOLDING SPACE, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please file the document as either Articles of Amendment or Restated Articles of Incorporation pursuant to applicable Florida Statutes.

Please return 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) 245-6050.

Irene Albritton  
Regulatory Specialist II

Letter Number: 418A00012981

Please file as Restated Articles of  
Incorporation pursuant to applicable  
Florida Statutes.

RECEIVED  
18 AUG -6 PM 12:22  
SECRETARY OF STATE  
TALLAHASSEE, FL

Thank you,  
Sarabeth Jackson  
Holding Space, Inc.  
352-359-2894

FILED  
2018 AUG 14 PM 1:00  
STATE  
FLORIDA  
SECRETARY  
TALLAHASSEE

**RESTATED ARTICLES OF INCORPORATION  
OF  
HOLDING SPACE, INC.  
A FLORIDA NOT FOR PROFIT CORPORATION**

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Pursuant to Fla. Stat. §617.1007, and prior to the issuance of any membership interest of Holding Space, Inc., a Florida not for profit corporation (the "Corporation"), the undersigned acting as a Director of the Corporation's Board of Directors (the "Board of Directors"), upon adoption thereby, files the following Restated Articles of Incorporation (these "Articles of Incorporation"):

**ARTICLE I: NAME**

The name of the corporation shall be Holding Space, Inc. (the "Corporation")

**ARTICLE II: PRINCIPAL PLACE OF BUSINESS**

The principal place of business of the Corporation is: 615 Lake Shore Drive, Maitland, Florida 32751, and the Corporation's mailing address is: 615 Lake Shore Drive, Maitland, Florida 32751

**ARTICLE III: PURPOSE**

The Corporation is organized exclusively for charitable, religious, educational and social purposes, permitted under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future tax code (the "Code"), and including for such purposes, the purpose of making distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Code. Notwithstanding the foregoing, the Corporation will only engage in activities permissible under Section 501(c)(3) of the Code.

**ARTICLE IV: EXEMPTION REQUIREMENTS**

The purposes and activities of the Corporation are limited and restricted as follows:

- The Corporation shall not be conducted or operated for the primary purpose of carrying on a trade or business for profit.
- No part of the net earnings or assets of the Corporation shall inure to the benefit of, or be distributable to, any member, director, officer or employee of the Corporation, or any other individual. Notwithstanding the foregoing, the Corporation may make payments of reasonable compensation for services rendered by, but not limited to, its directors, officers, employees, contractors, agents, other service providers, and as otherwise permitted by the Code.
- No part of the net earnings or assets of the Corporation shall be used for any purpose other than for the purposes of the Corporation.
- No substantial part of the activities of the Corporation shall be attempting to influence legislation, including but not limited to attempting to influence legislation by contacting, or urging the public to contact, members or employees of a legislative body for the purpose of proposing, supporting, or opposing legislation, or by advocating the adoption or rejection of legislation. Notwithstanding

the foregoing, the Corporation may conduct educational meetings, prepare and distribute educational materials, or otherwise consider public policy issues in an educational manner.

- No part of any activities of the Corporation shall include directly or indirectly participating in, or intervening in, any political campaign on behalf of (or in opposition to) any candidate for elective public office.
- Notwithstanding any other provisions herein, the corporation shall not carry on any other activities not permitted to be carried on by a corporation: (1) exempt from federal income tax under Section 501 (c)(3) of the Code; or (2) contributions to which are deductible under Section 170(c)(2) of the Code, or the corresponding provisions of any future statute of the United States.

#### **ARTICLE V: DISSOLUTION**

The duration of the Corporation's existence shall be perpetual. In the event of liquidation, dissolution, or winding up of the Corporation, whether voluntary, involuntary, or by the operation of law, the property or other assets of the Corporation remaining after the payment, satisfaction, and discharge of liabilities or obligations, shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the 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 a court of competent jurisdiction 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 VI: STOCK AND MEMBERSHIP**

The Corporation is not and shall not be authorized to issue or have outstanding, at any time, shares of stock; to wit, the Corporation shall not have any stock.

The Corporation shall have no members.

#### **ARTICE VII: INITIAL DIRECTORS**


The initial Board of Directors of the Corporation shall consist of three (3) members. This number may be increased, but shall not be decreased, from time to time, and elections shall be held, all in accordance with the Corporation's bylaws and the Florida Not For Profit Corporation Act. The names and addresses of the individuals who will serve on the initial Board of Directors are:

Katie Kovaleski	615 Lake Shore Drive, Maitland, Florida 32751
Sarabeth Jackson	1972 Lanier Ct., Winter Park, Florida 32792
Ian Luthringer	1972 Lanier Ct., Winter Park, Florida 32792

#### **ARTICE VIII: INITIAL REGISTERED AGENT**

The name and Florida street address of the registered agent of the Corporation is: Sarabeth Jackson, 1972 Lanier Ct., Winter Park, FL 32792.

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

  
\_\_\_\_\_  
Sarabeth Jackson (Aug 14, 2018)

Sarabeth Jackson, Registered Agent

Date: 08-14-2018

#### **ARTICLE IX: INCORPORATORS**

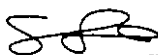
The name and street address of the person who filed the original Articles of Incorporation as the Incorporator is: Sarabeth Jackson, 1972 Lanier Ct., Winter Park, FL 32792.

#### **ARTICLE X: EFFECTIVE DATE**

The effective date of these Restated Articles of Incorporation shall be June 1, 2018.

I submit these Restated Articles of Incorporation of Holding Space, Inc., a Florida not for profit corporation, and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Florida Department of State constitutes a third degree felony as provided for in Florida Statutes §817.155.

I further affirm and certify that these Restated Articles of Incorporation of Holding Space, Inc., a Florida not for profit corporation, and all amendments set forth herein to the original Articles of Incorporation filed on March 29, 2017: (i) have been fully implemented and adopted by the Board of Directors pursuant to Resolution of the Board of Directors, dated June 4, 2018; and (ii) do not require approval or action by members of the Corporation, since no membership interests have been issued as of said date, and member approval is not otherwise required for restatement or amendment pursuant to Florida Statutes §617.1007.

  
\_\_\_\_\_  
Sarabeth Jackson (Aug 14, 2018)

Sarabeth Jackson, Director

Date: 08-14-2018