

6/16/2017

Division of Corporations

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FLORIDA PROFIT/NON PROFIT CORPORATION

Pennies Helping People, Inc.

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**ARTICLES OF INCORPORATION**  
**OF**  
**PENNIES HELPING PEOPLE, INC.**

The undersigned incorporator hereby makes, subscribes, acknowledges, and files with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation not for profit in accordance with the laws of the State of Florida.

**ARTICLE I**  
**Name**

The name of the corporation shall be:

PENNIES HELPING PEOPLE, INC.

**ARTICLE II**  
**Principal Office and Mailing Addresses**

The address of the principal office and the mailing address of the corporation shall be 13575 58th Street North, Suite 219, Clearwater, Florida 33760.

**ARTICLE III**  
**Purposes**

(a) This corporation is organized and shall be managed and operated exclusively for religious, educational, scientific, and charitable purposes. As means for the accomplishment of the foregoing, it shall be within the purposes of this corporation to establish and maintain religious, educational, scientific and charitable activities and to take any other action that, from time to time, shall be deemed expedient to the Board of Directors of this corporation and which shall further the said purposes.

(b) It shall be within the purposes of this corporation to receive and maintain a fund or funds of real or personal property, or both, and subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for the active conduct of its religious, educational, scientific or charitable purposes directly rather than by or through one or more grantee organizations. No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, any trustee, officer or director of this corporation, or to any private individual (except that reasonable compensation may be paid for services rendered to or for this corporation affecting one or more of its purposes), and no trustee, officer or director of this corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of this corporation. No part of the activities of this corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and this corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of (or in opposition to) any candidate for public office.

(c) Notwithstanding any other provisions of these Articles of Incorporation, this corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or any statute of similar import (the "Code"), or the regulations issued thereunder, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Code and regulations issued thereunder.

(d) Upon the dissolution of this corporation or the winding up of its affairs, the assets of this corporation shall be distributed exclusively to charitable, religious, scientific or educational organizations that then would qualify for the provisions of Section 501(c)(3) of the Code and the regulations issued thereunder, and no trustee, officer or director of this corporation, or private individual shall be entitled to share in the distribution of any of the corporation's assets.

#### ARTICLE IV Powers and Restrictions

(a) This corporation shall have and exercise all powers necessary or convenient to effect any and all of the religious, educational, scientific and charitable purposes for which this corporation is organized.

(b) This corporation shall neither have nor exercise any power, nor shall it engage directly or indirectly in any activity, that would invalidate its status:

(1) As a corporation that is exempt from federal income taxation as an organization described in Section 501(c)(3) of the Code; or

(2) As a corporation contributions to which are deductible under Section 170(c)(2) of the Code.

(c) During such times as this corporation is a private foundation in accordance with the Section 509 of the Code:

(1) This corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Code, or corresponding provisions of any subsequent federal tax laws.

(2) This corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Code, or corresponding provisions of any subsequent federal tax laws.

(3) This corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(4) This corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

**ARTICLE V**  
**Term of Existence**

The term for which this corporation is to exist shall be perpetual.

**ARTICLE VI**  
**Registered Agent and Registered Office**

The initial registered agent of this corporation shall be Nakia Kelley, and the initial registered office of this corporation shall be 13575 58<sup>th</sup> Street North, Suite 219, Clearwater, Florida 33760. This corporation shall have the right to change such registered agent and registered office as provided by law.

**ARTICLE VII**  
**Incorporator**

The name and address of the incorporator to these Articles of Incorporation is Anthony McCall, 13575 58<sup>th</sup> Street North, Suite 219, Clearwater, Florida 33760.

**ARTICLE VIII**  
**No Members**

This corporation shall have no members and shall not issue member certificates. This corporation shall be organized on a nonstock basis and shall not issue shares of stock.

**ARTICLE IX**  
**Board of Directors**

The term, voting rights, qualifications and method for election of the members of the Board of Directors shall be set forth in the By-laws of this corporation. The Board of Directors shall be empowered to direct the management of the business and affairs of this corporation and to exercise all rights and powers granted to this corporation under these Articles of Incorporation, the By-laws of this corporation, and the laws of the State of Florida.

**ARTICLE X**  
**Initial Board of Directors**

The names and street addresses of the initial directors are:

<u>Name</u>	<u>Address</u>
Jennifer L. Fischer	13655 Gulf Boulevard Madeira Beach, FL 33708
Anthony McCall	4906 Sunrise Drive South St. Petersburg, FL 33705

Deborah Budaj

P.O. Box 21111  
Tampa, FL 33622

Nakia Kelley

1550 South Belcher Road, #225  
Clearwater, FL 33764

**ARTICLE XI**

**By-Laws**

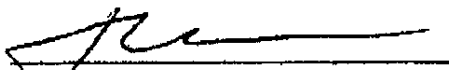
The By-laws may be altered, amended, or repealed, and new By-laws may be adopted by resolution adopted by the Board of Directors.

**ARTICLE XII**

**Amendment of Articles of Incorporation**

These Articles may be amended by the Board of Directors and such amendments may be proposed and adopted in the manner provided in the By-laws.


IN WITNESS WHEREOF, the undersigned, as Incorporator and Registered Agent, has executed these Articles of Incorporation for the uses and purposes therein expressed this 16 day of June, 2017.

  
Anthony McCall, Incorporator

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**  
**ACKNOWLEDGMENT OF REGISTERED AGENT**

Pursuant to Section 607.0501, Florida Statutes, I agree to act in the capacity of Registered Agent for the above corporation and will comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of 607.0505, Florida Statutes.

Dated this 16 day of June, 2017.

  
Nakia Kelley, Registered Agent