

N17000006390

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

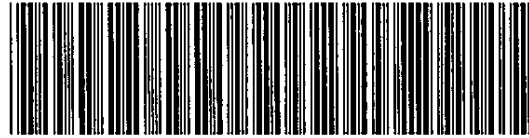
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



900300272719

06/19/17--01013--001 **78.75

FILED
17 MAY 19 PM 12:05
CLERK OF COURT
TALLAHASSEE, FLORIDA

06/21/17

COVER LETTER

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

SUBJECT: Juanita M. Smalley Center for
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)
Wholeness and Wellness, Inc.

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: Dr. Shelila Y. Smalley
Name (Printed or typed)

310 Crestview Loop
Address

Leesburg, FL 34748
City, State & Zip

(352) 409-6336
Daytime Telephone number

drssmalley@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

ARTICLE I NAME

1.01

The name of this corporation shall be Juanita M Smalley Center for Wholeness and Wellness, Inc. The business of the corporation may be conducted as The Center for Wholeness and Wellness (CWW).

ARTICLE II DURATION

2.01 Duration

The period of duration is perpetual.

ARTICLE III PURPOSE

3.01 Purpose

Juanita M Smalley Center for Wholeness and Wellness, Inc. is a non-profit corporation and shall operate exclusively for educational and 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.

Juanita M. Smalley Center for Wholeness and Wellness, Inc. purpose is to educate, coordinate, and facilitate family literacy initiatives designed to build healthy and strong families through illuminating spiritual wholeness and wellness through education and service.

Programmatic initiatives will include literacy training (spiritual and mental health fitness, financial management, nutrition, service learning, leadership development, healthy food distribution, character development, senior health and compassion in action). Leadership development will include training to raise social consciousness about the importance of developing the whole person (physically and spiritually) to better meet the needs of Lake County community members disaffected by malnutrition, illicit drug use, and the many other ills fraying the moral fabric of society.

To maximize our impact, we 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. We will work in partnership with members of the Macedonia Church of the Living God to provide nutritional food through a faith-based food bank for families in need in Leesburg (Lake County), Florida.

Per the discretion of the Board of Directors there will be internships and other volunteer opportunities to provide intergenerational involvement, collaboration with higher education institutions in the region to support said activities and program developments and to ensure broad impact.

FILED
17 MAY 19 PM 12:05
CLERK OF COURT
JANUARY 1, 2000

3.02 Public Benefit

Juanita M Smalley Center for Wholeness and Wellness, Inc. is designated as a public benefit corporation.

ARTICLE IV NON-PROFIT NATURE

4.01 Non-Profit Nature

Juanita M Smalley Center for Wholeness and Wellness, Inc. is organized exclusively for charitable and educational purposes including for such purposes, the making of distributions to organizations that qualify as exempt 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 Juanita M Smalley Center for Wholeness and Wellness, Inc. shall inure to the benefit of, or be distributable to its directors, 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 thereof.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried (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 any future federal tax code.

Juanita M Smalley Center for Wholeness and Wellness, 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 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 Juanita M Smalley Center for Wholeness and Wellness, Inc. of any nature whatsoever, nor shall any of the property or assets of officers or directors be subject to the payment of the debts or obligations of this corporation.

4.03 Dissolution

Upon termination or dissolution of Juanita M Smalley Center for Wholeness and Wellness, Inc., any assets lawfully available for distribution shall be distributed to one (1) or more 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

organizations have charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation in the State of Florida.

4.04 Restricted Activities

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

ARTICLE V BOARD OF DIRECTORS

5.01 Governance

Juanita M Smalley Center for Wholeness and Wellness, Inc. shall be governed by its Board of Directors.

5.02 Initial Directors

The initial directors of the corporation shall be:

Melissa Allen-Nash 2475 Northumbria Dr. Sanford, FL 32771	Donald Hines 34318 Radio Rd Leesburg, FL 34788	Tayo Popoola, Esq. 600 Jimmy Ann Drive #1524 Daytona Beach, FL 32114
Al-Frieda Sanchez 911 Clark Avenue Coleman, FL 33521	Shelia Y. Smalley, Ph.D. 310 Crestrun Loop Leesburg, FL 34748	Derrick Sneed 2237 Southland Road Mt. Dora, FL 32757
Erica Wright 3122 Spicer Avenue Grand Island, FL 32735	Janice Olivia Sistrunk 9835 Variety Tree Rd Leesburg, FL 34788	

ARTICLE VI MEMBERSHIP

6.01 Membership

Juanita M Smalley Center for Wholeness and Wellness, Inc. shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

ARTICLE VII OFFICERS

7.01 Officers

Juanita M Smalley Center for Wholeness and Wellness, Inc. will duly elect officers to serve on the Board of Directors. The initial officers to be elected will be President, Secretary/Treasurer as stated in the Bylaws. The Secretary and Treasurer will serve dual roles until the Board's annual meeting in August of 2017.

ARTICLE VIII

AMENDMENTS

8.01 Amendments

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

ARTICLE IX

ADDRESSES OF THE CORPORATION

The physical address of the corporation is 1610 Griffin Road, Leesburg (Lake County), Florida. The mailing address is the same.

ARTICLE X

APPOINTMENT OF REGISTERED AGENT

10.01 Registered Agent

The registered agent of the corporation shall be:

Donald Hines
34318 Radio Road
Leesburg, FL 34788

ARTICLE XI

INCORPORATOR

The incorporators of Juanita M. Smalley Center for Wholeness and Wellness, Inc. are as follows:

Melissa Allen-Nash, Donald Hines, Al-Freida Sanchez, Shelia Smalley, Derrick Sneed, Ericka Wright.

We, the undersigned, do hereby certify that the above stated Articles of Incorporation of Juanita M Smalley Center for Wholeness and Wellness, Inc. were approved by the board of directors on June 13, 2017 and constitute a complete copy of Articles of Incorporation of the Juanita M Smalley Center for Wholeness and Wellness, Inc.

I, Donald Hines agree to be the registered agent for Juanita M Smalley Center for Wholeness and Wellness, Inc. as appointed herein.

Registered Agent Donald C Hines

Date 6-13-17

FILED
17 MAY 19 PM 12:05
CLERK OF DISTRICT COURT
FLORIDA

(4)

Name and Title: _____ Name and Title: _____

Address _____ Address: _____

Name and Title: _____ Name and Title: _____

Address _____ Address: _____

ARTICLE VI REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Name:

Donald Hines

Address:

34318 Radio Rd
Leesburg, FL 34788

RECEIVED
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

17 MAY 19 PM 12:05

FILED

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Name:

Address:

ARTICLE VIII EFFECTIVE DATE:

Effective date, if other than the date of filing: _____ (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five days prior or 90 days after the filing.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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

Donald C Hines

Required Signature of Registered Agent

6-13-17

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.

Shelia Yvette Smalley

Required Signature of Incorporator

June 13, 2017

Date

INCORPORATORS

Melissa Allen-Nash
2475 Northumbria Dr.
Sanford, FL 32771

Al-Frieda Sanchez
911 Clark Avenue
Coleman, FL 33521

Erica Wright
3122 Spicer Avenue
Grand Island, FL 32735

Donald Hines
34318 Radio Rd
Leesburg, FL 34788

Shelia Y. Smalley, Ph.D.
310 Crestrun Loop
Leesburg, FL 34748

Janice Olivia Sistrunk
9835 Variety Tree Rd
Leesburg, FL 34788

Tayo Popoola, Esq.
600 Jimmy Ann Drive #1524
Daytona Beach, FL 32114

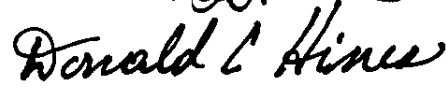
Derrick Sneed
2237 Southland Road
Mt. Dora, FL 32757

Incorporators

Melissa A. Allen Nash



Donald A. Hines



Encka J. Wright



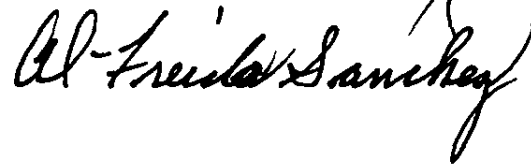
Nerrick Sneed



Shelia Yvette Smalley



Al-Freida Sanchez



June 13, 2017