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#### FLORIDA DEPARTMENT OF STATE Division of Corporations

May 22, 2017

ROBERT AMUNDSEN 8659 BEACH RD. PERRY, FL 32348

SUBJECT: ROLLING SMOKE BBQ INC.

Ref. Number: W17000043428

We have received your document for ROLLING SMOKE BBQ INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

The document must contain a registered agent with a Florida street address and a <u>signed</u> statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

You must list at least one incorporator with a complete business street address.

Please return the corrected original and one copy of 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) 245-6052.

Thomas Chang Regulatory Specialist II New Filing Section

Letter Number: 117A00010235



#### **COVER LETTER**

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

SUBJECT: _	Rollin	Smake	BBQ	Tre. NAME - MUST INCLUDE SUFFIX)	
	30	PROPOSED COF	RPORATE N	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: Robert Amundsen
Name (Printed or typed)

8659 Reach Rd.
Address

Perry F1 32348
City, State & Zip

(850) 672-2115
Daytime Telephone number

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 Name

The name of this corporation shall be Rolling Smoke BBQ Inc. The business of the corporation may be conducted as Rolling Smoke BBQ Inc.

## **ARTICLE II**

#### **DURATION**

2.01 Duration

The period of duration of the corporation is perpetual.

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## **ARTICLE III**

**PURPOSE** 

3.01 Purpose

Rolling Smoke BBQ Inc. is a non-profit corporation and shall operate exclusively for charitable purpose within the meaning of Section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code. Rolling Smoke BBQ Inc. purpose is to raise money to provide needy families in the surrounding counties food, clothing, shelter, transportation, and other needs we are able to meet.

Sample purpose in detail: We provide these charitable acts by setting up stands at local events such as the fourth of July celebration, bbq competition, and local festivals. We sell hot dogs, cotton candy, funnel cakes, and so forth. We also utilize social media channels to provide facts and other related data on our causes and our purpose for what we are doing.

Our program includes holding fundraising events often in order to provide immediate relief and assistance to those suffering with the lack of food, clothing, medicine, or any other personal need regardless of race ethnicity, or religion.

To maximize our impact on current efforts, we may 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 charitable purposes.

At times we may provide volunteer opportunities which will provide opportunities for involvement in said activities in order to have a greater impact for change for families.

**ARTICLE IV** 

**NON-PROFIT NATURE** 

#### 4.01 Non-profit nature

Rolling Smoke BBQ Inc. is organized exclusively for charitable 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 Rolling Smoke BBQ Inc. shall inure to the benefit of, or be distributable to its members, 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 (a) on 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 any 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.

Rolling Smoke BBQ 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 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 member of this corporation shall be personally liable for the debts or obligations of Rolling Smoke BBQ Inc. of any nature whatsoever, nor shall any of the property or assets of the members be subject to the payment of the debts or obligation of this corporation.

#### 4.03 Dissolution

Upon termination or dissolution of the Rolling Smoke BBQ Inc., 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 which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of the Rolling Smoke BBQ Inc. hereunder shall be selected by the discretion of the managing body of the Rolling Smoke BBQ Inc. 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 Rolling Smoke BBQ Inc. by one (1) or more of its managing body which verified petition 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.

#### 4.03 Prohibited Distributions

No part of the net earnings, or properties of the corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributed to, its members, or other private person or individual, except that the corporation shall 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 activities shall be the carrying 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 the 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 501d (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

Rolling Smoke BBQ Inc. shall be governed by its board of directors.

#### 5.02 Initial directors

The initial directors of the corporation are Robert K. Amundsen and Jennifer E. Amundsen.

#### 5.03 Election of directors

The directors are appointed because we are the ones that are starting company and is also stated in bylaws.

## **ARTICLE VI**

#### **MEMBERSHIP**

#### 6.01 Membership

Rolling Smoke BBQ 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 bylaws.

## **ARTICLE VII**

#### **AMENDMENTS**

#### 7,01 AMENDMENTS

Any amendment to the Articles of Incorporation may be adopted by both members.

## **ARTICLE VIII**

#### **ADRESSES OF CORPORATION**

#### **8.01 CORPORATION ADDRESS**

The physical address of the corporation is 8659 Beach Rd Perry, FL 32348

The mailing address of the corporation is 8659 Beach Rd Perry, FL 32348



## Article IX

#### **Appointment of Registered Agent**

#### 9.01 Registered Agent

The name of the registered agent of the corporation shall be:

**Dorothy Amundsen** 

8659 Beach rd. Perry, FL 32348

I hereby am familiar with and accept the duties and responsibilities as registered agent for Rolling Smoke BBQ Cooperation.

Dorothy Amund Dorothy Amund

## Article X

#### **Incorporator**

The incorporators of this corporation are as follows:

Robert K, Amundsen 8659 Beach rd. Perry, FL 32348 Jennifer E, Amundsen 8659 Beach rd. Perry, FL 32348

## Certificate of Adoption of Article of Incorporation

We, the undersigned, do hereby certify that the above stated Articles of Incorporation of Rolling Smoke BBQ Inc. were approved by both members on May 16, 2017 and constitute a complete copy of Articles of Incorporation of the Rolling Smoke BBQ Inc.

RobertAmundsen

Drint

Sign

Jennifer E. Amundsen Print Gernife l. anundoer Sign

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