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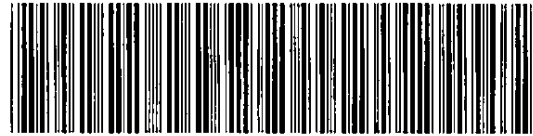
(Business Entity Name)

(Document Number)

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## COVER LETTER

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

SUBJECT: Just Like Manna 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: Kyle Palmer  
Name (Printed or typed)

637 W Alamo Dr.  
Address

Lakeland, FL 33813  
City, State & Zip

863-514-9895  
Daytime Telephone number

glengloster92@gmail.com Justlikemanna@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 Name**

The name of this corporation shall be Just Like Manna Inc. The business of the corporation may be conducted as Just Like Manna.

### **ARTICLE II**

#### **DURATION**

##### **2.01 Duration**

The period of duration of the corporation is perpetual.

### **ARTICLE III**

#### **PURPOSE**

##### **3.01 Purpose**

Just Like Manna is a non-profit corporation and shall operate exclusively for education 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. Subject to the foregoing, the specific purposes and objectives of Just Like Manna shall include but not be limited to the following:

- (a) sharing the Gospel of Jesus Christ in affiliation with General Baptist as a mission of New Walk Church.
- (b) reducing hunger in Lakeland and surrounding areas by providing nutritious meals to the poor, distressed, and underprivileged;
- (c) providing employment training and job retooling to the unemployed, underemployed, and homeless in order to help them seek gainful and dignified jobs and sustainable incomes in the foodservice and hospitality sectors;

- (d) combating community deterioration by providing dignified employment, volunteer opportunities, and referrals to individuals distressed by economic crisis, homelessness, and/or substance abuse;
- (e) lessening neighborhood and community tensions, and working to eliminate prejudice and discrimination against the economically and socially marginalized population, by creating a space where individuals from all socioeconomic backgrounds may gather around the concept of a shared meal;
- (f) cooperating with and supporting other projects and organizations that are organized and operated for similar purposes.

Our programs include operating a location that is safe, clean, and open for our guests to come and be in the presence of God and fellowship of believers; serving food at no prices during certain hours; and sending out ambassadors to raise social consciousness about the cause on a local and global level, and to hold fundraising events in order to provide immediate relief and assistance to those suffering from chronic malnutrition and hunger regardless of their 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 educational and charitable purposes.

As an ongoing plan for operation, per the discretion of the board of directors, we will provide internships and/or volunteer opportunities which will provide opportunities for involvement in said activities and programs in order to have a greater impact for change.

### **3.02 Public Benefit**

Just Like Manna is designated as a public benefit corporation.

## **ARTICLE IV**

### **NON-PROFIT NATURE**

#### **4.01 Non-profit nature**

Just Like Manna is organized exclusively for charitable and educational 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 Just Like Manna shall inure to the benefit of, or be distributable to its members, trustees, 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 hereof.

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

Just Like Manna 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 Just Like Manna of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

#### **4.03 Dissolution**

Upon termination or dissolution of Just Like Manna, 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 Just Like Manna hereunder shall be selected by the discretion of a majority of the managing body of Just Like Manna, 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 Just Like Manna by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable 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.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets

lawfully available for distribution to the Treasurer of the State of Florida to be added to the general fund.

#### **4.04 Restricted Activities**

No substantial part of the corporation's activities shall be the carrying on 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 these 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 501(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**

Just Like Manna shall be governed by its board of directors.

##### **5.02 Initial Directors**

The initial directors of the corporation shall be:

<u>Kyle Palmer, President</u>	<u>Lindsey Palmer, Treasurer</u>	<u>Diane Gordon, Secretary</u>
<u>637 W Alamo Dr.</u>	<u>637 W Alamo Dr.</u>	<u>50 Morganthau Dr.</u>
<u>Lakeland, FL 33813</u>	<u>Lakeland, FL 33813</u>	<u>Lakeland, FL 33813</u>

Gary Baldus, Vice President  
5239 Epping Lane  
Zephyrhills, FL 33541

## **ARTICLE VI**

### **Membership**

#### **6.01 Membership**

Just Like Manna 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**

### **AMENDMENTS**

#### **7.01 Amendments**

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds ( $\frac{2}{3}$ ) of the board of directors.

## **ARTICLE VIII**

### **ADDRESSES OF THE CORPORATION**

#### **8.01 Corporate Address**

The physical address of the corporation is:

637 W Alamo Dr  
Lakeland, FL 33813

The mailing address of the corporation is:

637 W Alamo Dr  
Lakeland, FL 33813

## ARTICLE IX

### APPOINTMENT OF REGISTERED AGENT

#### 9.01 Registered Agent

The registered agent of the corporation shall be:

Kyle Palmer  
637 W Alamo Dr.  
Lakeland, FL 33813

## ARTICLE X

### INCORPORATOR

#### 10.01 Incorporator

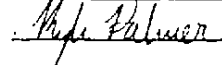
The Incorporator of the corporation shall be:

Kyle Palmer  
637 W Alamo Dr.  
Lakeland, FL 33813

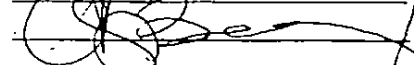
### **Certificate Of Adoption Of Articles Of Incorporation**

We, the undersigned, do hereby certify that the above stated Articles of Incorporation for Just Like Manna were approved by the board of directors on 06/23/17 and constitute a complete copy of Articles of Incorporation of Just Like Manna.

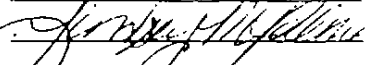
Kyle Palmer, Executive Director  
637 W Alamo Dr.  
Lakeland, FL 33813



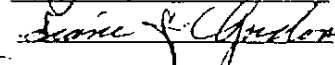
Gary Baldus, Vice President  
5239 Epping Lane  
Zephyrhills, FL 33541



Lindsey Palmer, Treasurer  
637 W Alamo Dr.  
Lakeland, FL 33813



Diane Gordon, Secretary  
50 Morganthau Dr.  
Lakeland, FL 33813





**Acknowledgment of consent to appointment as registered agent**

I, Kyle Palmer, agree to be the registered agent for Just Like Manna as appointed herein.

Registered Agent. Kyle Palmer

Date: 06/23/17