

N17000007591

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

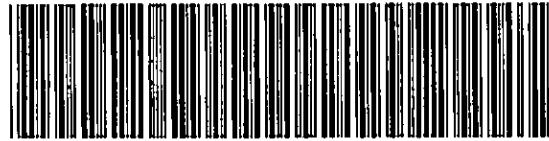
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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17 JUL 21 AM 9:12
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T. BURCH
JUL 24 2017

COVER LETTER

TO: Charter Section Division of Corporations

SUBJECT: Be Infused, Incorporated

The enclosed Certificate of Conversion, Articles of Incorporation, and fees are submitted to convert an "Other Business Entity" into a "Florida Not for Profit Corporation" in accordance with s. 617, F.S.

Please return all correspondence concerning this matter to:

Yasmin Lee

Contact Person

Be Infused, Inc.

Firm/Company

2429 Roanoke Springs Drive

Address

Ruskin, FL 33570

City, State and Zip Code

beinfusedinc@gmail.com

E-mail address

For further information concerning this matter, please call:

Yasmin Lee at (813) 951-6772

Enclosed is a check for the following amount:

x \$105.00 Filing Fees	\$113.75 Filing Fees	\$113.75 Filing Fees	\$122.50 Filing Fees,
	and Certificate of Status	and Certified Copy	Certified Copy, and
			Certificate of Status

STREET ADDRESS:

New Filings Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filings Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Be Infused Certificate of Conversion

Certificate of Conversion
For
"Other Business Entity"
Into
Florida Not for Profit Corporation

This Certificate of Conversion and attached Articles of Incorporation are submitted to convert the following "Other Business Entity" into a Florida Not for Profit Corporation in accordance with s. 617, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is: **Be Infused Consulting LLC** *LLC-104777*
2. The "Other Business Entity" is a LLC first organized, formed or incorporated under the laws of **Florida** on **May 31, 2016**.
3. The name of the Florida Profit Corporation as set forth in the attached Articles of Incorporation is **Be Infused, Incorporated** effective on **July 18, 2017**.

Signed this 17 day of July, 2017.

Incorporator Signature:

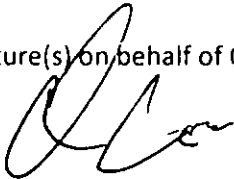


Printed Name: Yasmin Lee

Title: Executive Director

Required Signature(s) on behalf of Other Business Entity: [See below for required signature(s).]

Signature:



Printed Name: Christopher Lee

Title: AP

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CLERK OF CIRCUIT COURT
JACKSONVILLE, FLORIDA

ARTICLES OF INCORPORATION

In compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be:

Be Infused, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailing address is:

2429 Roanoke Springs Drive
Ruskin, FL 33570

Principal street address/mailing address, if different is:

2429 Roanoke Springs Drive
Ruskin, FL 33570

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

Be Infused, Inc. is organized for charitable and educational purposes under section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE IV POWER

1. The organization shall have all of the corporate powers enumerated in the Florida General Corporation Act.
2. No part of the net earnings of the organization shall inure to the benefit, 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 its purposes.
3. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.
4. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purpose of this organization.

Be Infused, Inc. Articles of Incorporation

ARTICLE V DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue 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 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 principle 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 MANNER OF ELECTION

The manner in which the directors are elected and appointed:

The first Executive Director of this organization will be the founder. Shall a replacement director be required, the members of the board along with the outgoing Executive Director will form a hiring committee of a minimum of three people to conduct the search, vetting and hiring process.

Participation as a member of the Board of Directors is completely voluntary. The board shall elect members to replace vacancies as they occur. This process will take place during a regular meeting of the board or a special meeting called as needed.

ARTICLE VII INITIAL DIRECTOR AND BOARD OF DIRECTORS

Name: Yasmin Lee
Title: Executive Director
Address: 2429 Roanoke Springs Drive
Ruskin, FL 33570

Name and Title: Christopher Lee, Board of Directors Member

Name and Title: Carl A Edmonds, Board of Directors Member

ARTICLE VIII REGISTERED AGENT

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

Name: Yasmin Lee
Address: 2429 Roanoke Springs Drive
Ruskin, FL 33570

ARTICLE IX INCORPORATOR

The name and address of the Incorporator is:

Name: Yasmin Lee
Address: 2429 Roanoke Springs Drive
Ruskin, FL 33570

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TAMPA, FLORIDA
CLERK OF THE CIRCUIT COURT

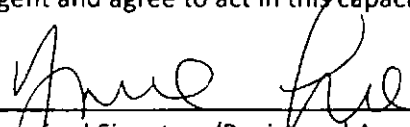
ARTICLE X INDEMNIFICATION

Be Infused, Inc. agrees to hold harmless and extended protection for the director, board members employees and volunteers should there be a situation of personal liability, civil lawsuits, regulatory complaints, damages, injury, or losses that may arise due to activities on behalf of the organization. This indemnification does not offer protection for any losses caused by criminal acts, gross negligence and malicious intention on the part of the affiliate.

ARTICLE XI EFFECTIVE DATE

Effective date of filing:
July 18, 2017

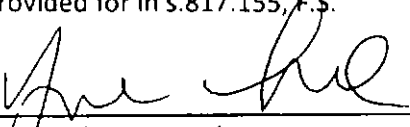
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity



Required Signature/Registered Agent

07/18/2017
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.



Required Signature/Incorporator

07/18/2017
Date