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**FLORIDA PROFIT/NON PROFIT CORPORATION
FL MEETING NEEDS, INC.**

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April 25, 2018

FLORIDA DEPARTMENT OF STATE
Division of Corporations

CAPITOL SERVICES, INC

SUBJECT: MEETING NEEDS, INC.
REF: W18000038806

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

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

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If you have any questions concerning the filing of your document, please call (850) 245-6052.

Keyna E Page
Regulatory Specialist II

FAX Aud. #: H18000128392
Letter Number: 718A00008496

P.O BOX 6327 - Tallahassee, Florida 32314

**ARTICLES OF INCORPORATION
FOR
FL MEETING NEEDS, INC.**

I, the undersigned incorporator, am over the age of eighteen (18) years, am a citizen of the State of Florida, and do incorporate FL Meeting Needs, Inc. (the "Corporation") pursuant to, and in compliance with, the Florida Not For Profit Corporation Act, Fla. Stat. § 617.01011 *et seq.*, as amended (the "Act").

**ARTICLE ONE
NAME**

The name of the Corporation is "FL Meeting Needs, Inc."

**ARTICLE TWO
TYPE OF CORPORATION**

The Corporation being formed is a not for profit corporation.

**ARTICLE THREE
DURATION**

The period of the Corporation's duration is perpetual.

**ARTICLE FOUR
REGISTERED AGENT AND REGISTERED OFFICE**

The address of the initial registered office of the Corporation is 801 Bayshore Boulevard, Tampa, Florida 33606, and the initial registered agent at such address is James St. Louis.

**ARTICLE FIVE
PRINCIPAL OFFICE AND MAILING ADDRESS**

The address of the initial principal office and the initial mailing address of the Corporation is 801 Bayshore Boulevard, Tampa, Florida 33606.

**ARTICLE SIX
MEMBERSHIP**

The Corporation will have no members.

**ARTICLE SEVEN
BOARD OF DIRECTORS**

The number of directors constituting the initial Board of Directors of the Corporation shall be three (3). Thereafter, the number of directors of the Corporation and the method of their appointment shall be determined from time to time in accordance with the Bylaws of the

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Corporation; provided, however, that the number of directors constituting the entire Board of Directors shall never be less than three (3). The Board of Directors shall have the power and authority granted to it in the Bylaws of the Corporation. The names and addresses of the persons who shall serve as the initial directors of the Corporation until their successors are duly elected and qualified in the manner prescribed by the Bylaws are as follows:

James St. Louis	801 Bayshore Boulevard Tampa, Florida 33606
Andrew Huberman	801 Bayshore Boulevard Tampa, Florida 33606
Ryan Fulcher	801 Bayshore Boulevard Tampa, Florida 33606

The Corporation shall indemnify its directors to the fullest extent provided by applicable law and in accordance with the Bylaws of the Corporation.

ARTICLE EIGHT **PURPOSE**

The Corporation is organized exclusively for religious, charitable, scientific, or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law, (the "Code")). The specific purposes of the Corporation are to support those with unmet needs in a variety of healthcare disciplines, but primarily advancing and evolving sciences, by funding and conducting research initiatives, developing new treatment methods, and providing financial assistance to those in need. Upon dissolution or winding up of the Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this Corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for medical research. It is intended that the Corporation will be organized and operated as a not for profit corporation for purposes of the State of Florida, and a corporation exempt from federal income tax under Section 501(c)(3) of the Code. The purpose of the Corporation shall not be construed more broadly than those permitted for an organization that qualifies under Section 501(c)(3) of the Code.

No part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation. The Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign, on behalf of any candidate for public office.

ARTICLE NINE **BYLAWS**

The initial Bylaws of the Corporation shall be proposed and adopted by the initial Board of Directors. The authority to propose amendments to the Bylaws and the authority to adopt amendments to the Bylaws shall be reserved to the Board of Directors.

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ARTICLE TEN
LIMITATION OF LIABILITY

(a) A director of the Corporation shall not be liable to the Corporation for monetary damages for an act or omission in the director's capacity as a director, except that this Article Ten does not eliminate or limit the liability of a director of the Corporation to the extent the director is found liable for:

(i) a breach of the director's duty of loyalty to the Corporation;

(ii) an act or omission not in good faith that constitutes a breach of duty of the director to the Corporation or an act or omission that involves intentional misconduct or a knowing violation of the law;

(iii) a transaction from which the director received an improper benefit, whether or not the benefit resulted from an action taken within the scope of the director's office;

(iv) an act or omission for which the liability of a director is expressly provided by an applicable statute; or

(v) an act or omission that constitutes professional malpractice.

(b) If the Act or any other statute of the State of Florida hereafter is amended to authorize the further elimination or limitation of the liability of directors of the Corporation, then the liability of a director of the corporation shall be eliminated or limited to the fullest extent permitted by the statutes of the State of Florida, as so amended, and such elimination or limitation of liability shall be in addition to, and not in lieu of, the elimination and limitation on the liability of a director of the corporation provided by the foregoing provisions of this Article Ten.

(c) Any repeal of or amendment to this Article Ten shall be prospective only and shall not adversely affect any limitation on the liability of a director of the Corporation existing at the time of such repeal or amendment.

ARTICLE ELEVEN
DISSOLUTION AND DISTRIBUTIONS

This Corporation is not organized for profit and has no capital stock. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, officers, or other private persons. Notwithstanding any other provision of this Certificate, the Corporation shall not carry on any activities not permitted to be carried on by (a) a corporation exempt from federal income tax under section 501(c)(3) of the Code without violating such exemption, or (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Code. If the Corporation completely dissolves, then the existing Board of Directors or other governing body as provided in the Bylaws shall distribute, and shall have full authority to distribute, after all

outstanding obligations are met or otherwise provided for, any remaining assets to any charitable institution(s) exempt from paying federal income tax under either Section 501(c)(3) or Section 170(c)(1) or (c)(2) of the Code, as amended. It is expressly provided that under no circumstances, if the Corporation completely dissolves, after all outstanding obligations have been paid or otherwise provided for, shall assets remaining accrue to the Corporation's directors, officers or any other recipient prohibited under federal or state law.

ARTICLE TWELVE **INDEMNIFICATION**

The Corporation shall indemnify and advance expenses to persons for whom indemnification and advance of expenses are permitted by the Act to the fullest extent permissible under the Act. No repeal or amendment of this Article Twelve shall limit its effect with respect to any act or omission of a person occurring prior to such repeal or amendment.

ARTICLE THIRTEEN **AMENDMENTS**

The authority to amend these Articles of Incorporation shall be reserved to the Board of Directors.

ARTICLE FOURTEEN **ORGANIZER**

The name and address of the incorporator is James St. Louis, 801 Bayshore Boulevard, Tampa, Florida 33606.

ARTICLE FIFTEEN **FILING**

This document becomes effective when the document is filed by the Secretary of State for the State of Florida.

[signature page follows]

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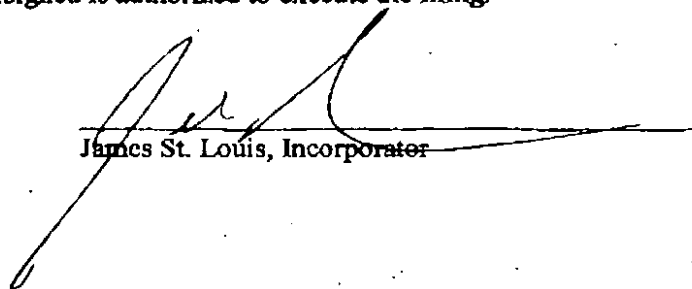
The undersigned, having been named as registered agent to accept service of process for the Corporation at the place designated in Article Four of these Articles of Incorporation, affirms that he is familiar with and accepts the appointment as registered agent and agrees to act in this capacity.

Date: April 30, 2018


James St. Louis, Registered Agent

The undersigned signs this document subject to the penalties imposed by law as provided for in Fla. Stat. § 817.155 for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized to execute the filing.

Date: April 30, 2018


James St. Louis, Incorporator