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## COVER LETTER

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

**SUBJECT:** Angels of Hope Love is Real, 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:** Walk Law Firm, PA, Marshall Kobrin, Esq.

\_\_\_\_\_  
Name (Printed or typed)

100 S. Ashley Dr. Ste 620

\_\_\_\_\_  
Address

Tampa, FL 33602

\_\_\_\_\_  
City, State & Zip

813-999-0199

\_\_\_\_\_  
Daytime Telephone number

admin@walklawfirm.com

\_\_\_\_\_  
E-mail address: (to be used for future annual report notification)

**NOTE: Please provide the original and one copy of the articles.**

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STATE OF FLORIDA

**ARTICLES OF INCORPORATION  
OF  
ANGELS OF HOPE LOVE IS REAL, INC.**

In compliance with the requirements of the Florida Not For Profit Corporation Act, the undersigned hereby acts as the sole incorporator in adopting and filing these Articles of Incorporation.

**ARTICLE I  
Name and Address**

The name of the not-for-profit corporation is ANGELS OF HOPE LOVE IS REAL, INC. (the "Corporation.") The street address and the mailing address of the initial principal office is 15348 Sandy Court, Spring Hill, Florida 34610. The Board of Directors may from time to time change the principal office or mailing address of the Corporation to any other address in the State of Florida.

**ARTICLE II  
Purposes**

The purposes for which the Corporation is formed are exclusively charitable and the purposes of the Corporation are limited exclusively to the said charitable purposes set forth below. In carrying out such purposes, the Corporation shall have all the powers and authorities granted by statute and law, including the power and authority to accept gifts, devises, and other contributions for such charitable purposes, to hold and administer the funds and properties received and to expend, contribute, and otherwise dispose of the funds or properties for such charitable purposes.

The primary purpose of this Corporation is to do all acts and things requisite, necessary, proper, and desirable to carry out and further the objectives for which the Corporation is formed; and, in general, to have all the rights, privileges, and immunities, and enjoy all the benefits of the State of Florida applicable to corporations of this character, including, but not limited to, the powers described in Section 617.0302 of the Florida Statutes, as amended, subject, however, to the requirements of any other applicable law and the other limitations provided in these Articles of Incorporation, or in the Corporation's Bylaws.

Furthermore, the purpose for which the Corporation is organized is to engage in charitable activities, including without limitation, the following: A Not For Profit organization that is committed to providing love and hope for children in orphanages, clinics, safe houses, children's hospitals, and other facilities, specifically, the sending of Wooden Angels, T-Shirts, Coloring Books, Mini Cards, and other items with inspirational sayings.

Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or any successor thereto).

**ARTICLE III**  
**Powers**

The Corporation hereby incorporates by reference any and all corporate powers given to not-for-profit corporations by virtue of Section 617.0302 of the Florida Statutes. The Corporation's activities are limited by the provisions of Section 617.0835 of the Florida Statutes which are incorporated by reference herein and any and all other restrictions which are required to obtain tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or any successor thereto).

**ARTICLE IV**  
**Members**

Pursuant to Florida Statutes Section 617.0601, the Corporation shall have no members.

**ARTICLE V**  
**Board of Directors**

The business affairs of the Corporation shall be managed, and all the corporate powers thereof shall be vested in and exercised by a Board of Directors. The Board of Directors shall be appointed as provided in the Bylaws of the Corporation. The names and addresses of the persons who shall serve as the members of the initial Board of Directors of the Corporation until their successors shall be appointed by resolution are as follows:

- (a) Alexander, David C. - 15348 Sandy Court, Spring Hill, FL 34610
- (b) Alexander, Virginia A. - 15348 Sandy Court, Spring Hill, FL 34610
- (c) Arseneau, Georges E. - 824 Quail Lane, Tarpon Springs, FL 34689
- (d) Arseneau, Judith A. - 824 Quail Lane, Tarpon Springs, FL 34689
- (e) DusSault, Mildred R - 15348 Sandy Court, Spring Hill, Florida 34610

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**ARTICLE VI**  
**Officers**

The officers of the Corporation shall be a President, Vice President, Secretary, and Treasurer and such other officers as may be provided by the Bylaws. Officers shall be elected annually by the Board of Directors at its annual meeting.

**ARTICLE VII**  
**Initial Registered Office and Agent**

The street address of the initial registered agent of the Corporation is David C. Alexander, 15348 Sandy Court, Spring Hill, Florida 34610.

## **ARTICLE VIII**

### **Bylaws**

The Directors of the Corporation may provide such Bylaws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

Upon proper notice, These Bylaws may be altered, amended, or repealed and new Bylaws may be adopted by majority vote of the Board of Directors, except a two-thirds vote of the Board of Directors shall be required for any amendment to add or remove a provision of the Bylaws requiring a greater proportion of Directors to constitute quorum or a greater proportion of votes necessary for the transaction of business.

The Bylaws of the Corporation shall contain provisions regulating the powers of the Corporation, the Directors, the Officers, any standing committees, the control of the property owned by the Corporation, and such other things as shall be necessary and proper for the carrying on of the business of the Corporation.

## **ARTICLE X**

### **Amendment**

These Articles of Incorporation may be amended by a majority vote of the Board of Directors present at any regular meeting or a special meeting called for the purpose or in any manner consistent with the laws of the State of Florida.

## **ARTICLE XI**

### **No Personal Liability**

The Directors, Officers, and agents of the Corporation shall not be held personally liable or responsible for any contracts, debts, or defaults of the Corporation while acting for or on behalf of the Corporation in any official and authorized capacity. The Corporation shall indemnify all of its Directors, Officers, and agents and all of its former officers, directors, and agents, to the fullest extent permitted by law.

## **ARTICLE XII**

### **Dissolution**

Upon the dissolution of the Corporation, the Board of Directors shall, after paying and making provisions for the payment of all the liabilities of the Corporation, dispose of all the assets of the Corporation 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 the assets of the Corporation shall be distributed to an organization with a similar purpose as described in Article II that qualifies for exemption from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or the assets

of the Corporation shall be distributed to the federal government, or to a state or local government, for a 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 principal 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 XIII**  
**Term of Existence**

The Corporation shall have perpetual existence.

**ARTICLE XIV**  
**Prohibition against Private Inurement**

No part of the net income or net assets of the Corporation shall inure to the benefit of, or distributable to, its directors, officers, or other private persons. However, the Corporation is authorized to pay reasonable compensation for services actually rendered and to make payments and distributions in furtherance of its tax-exempt purposes.

**ARTICLE XV**  
**Proscription against Legislative and Political Activities**

No substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office. The Corporation shall not take any action on any activity not permitted to be taken or carried on by an organization exemption under §501(c)(3) of the Internal Revenue Code of 1986 and its regulations as amended, or by an organization, contributions to which are deductible under §170(c)(2) of such Code and its regulations as amended.

**IN WITNESS WHEREOF**, the undersigned incorporator executed these Articles of Incorporation of Angels of Hope Love is Real, Inc., this June 21, 2018.

Marshall Kobrin

**Marshall Kobrin, Esq.**  
*Walk Law Firm, P.A.*  
100 South Ashley Drive, Suite 620  
Tampa, Florida 33602  
Mkobrin@WalkLawFirm.com

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#### **ACCEPTANCE BY REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the within-name Corporation, at the place designated hereinabove, the undersigned hereby accepts the designation to act in this capacity and agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties and acknowledges that it is familiar with and accepts the obligations of its position as registered agent.

**Date: June 21, 2018**

**David C. Alexander, Registered Agent**

By: David C. Alexander

**Name: David C. Alexander**

**Title: Director**