Florida Department of State

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FLORIDA PROFIT/NON PROFIT CORPORATION Happy Bee Honey Club, Inc

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ARTICLES OF INCORPORATION OF HAPPY BEE HONEY CLUB INC. A NOT FOR PROFIT CORPORATION

The undersigned, acting as sole incorporator, adopts these Articles of Incorporation and forms a not for profit corporation (the "Corporation") under the Florida Not for Profit Corporation Act (the "Act") as follows:

ARTICLE I NAME

The name of the Corporation is HAPPY BEE HONEY CLUB, INC.

ARTICLE II TERM OF EXISTENCE AND DURATION

The date when corporate existence will commence is upon the filing of these Articles of Incorporation in accordance with Section 617.0203 of the Act. The Corporation will have perpetual existence thereafter.

ARTICLE III <u>DISTRIBUTION OF ASSETS ON DISSOLUTION</u>

In the event of dissolution, the Corporation shall, after payment of all liabilities, distribute any remaining assets to an organization or organizations which, at the time, qualify both as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any subsequent federal tax law (the "Code").

ARTICLE IV PRINCIPAL OFFICE

The principal office of the Corporation is 909 Avocado Isle, Fort Lauderdale FL 33315 and mailing address is the same.

ARTICLE V PURPOSES

This Corporation is organized and shall be operated as a corporation not for profit, exclusively to protect, preserve and raise honeybees, through education and awareness on the importance of honeybees to our food production and ecosystem in general, and to allow sponsorship of honeybee hives in the community.

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ARTICLE VI LIMITATION ON ACTIVITIES

No part of the net earnings or income of this Corporation shall inure to the benefit of or be distributed to its directors, officers, trustees or to any private individual, but this Corporation shall be empowered and authorized to pay reasonable compensation for services rendered and to make distributions in furtherance of its exempt purposes. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall be empowered to make the election authorized under Section 501(h) of the Code. 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. Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be conducted or carried on (i) by an organization exempt from federal income tax under Section 501(c)(3) of the Code, or (ii) by a corporation contributions to which are deductible under Section 170(c)(2) of the Code. The Corporation shall not engage in activities that do not further an exempt purpose.

This Corporation is empowered to exercise all rights and powers conferred by the laws of the State of Florida upon corporations not for profit, including, but without limitation thereon by the laws of Chapter 617 Florida Statutes and future amendments thereto, or succeeding statutes pertaining to corporations not for profit in the State of Florida, necessary or convenient to effect any and all of the exempt purposes for which the corporation is organized.

ARTICLE VII DIRECTORS

The Board of Directors shall be empowered to direct the management of the business and affairs of this Corporation and to exercise all powers granted to this Corporation under these Articles, the Corporation's Bylaws and the laws of the State of Florida. The number of directors shall not be less than three (3), but the number may be increased or decreased from time to time in the manner provided by the bylaws, provided such number is never less than three (3). The term, voting rights, qualifications and procedures for election of Directors shall be set forth in this Corporation's Bylaws. The Incorporator shall name the initial Directors

ARTICLE VIII MEMBERS

The Corporation shall have no members.

ARTICLE IX INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 909 Avocado Isle, Fort Lauderdale, FL 33315 and the name of the initial registered agent of this Corporation at that address is Evan M McCarthy.

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ARTICLE X INCORPORATOR

The name and address of the incorporator signing these Articles are:

<u>Name</u>

Address

Evan M McCarthy

909 Avocado Isle, Fort Lauderdale, FL 33315

ARTICLE XI BYLAWS

The Bylaws of this Corporation shall be adopted at the first meeting of the Board of Directors by the affirmative vote of two-thirds (2/3) of the Directors. The Bylaws may be amended or repealed by the affirmative vote of two-thirds (2/3) of a quorum of the Directors at a meeting of the Board of Directors, or, by the written consent thereto by two-thirds (2/3) of a quorum of the Directors.

ARTICLE XII INDEMNIFICATION

The Corporation will indemnify any Director or officer, or any former Director or officer, to the fullest extent permitted by law.

ARTICLE XIII REVENUE CODE SECTIONS

Any reference in these Articles to a section of the Internal Revenue Code of 1986, as amended, shall be interpreted to include reference to the corresponding provisions of any applicable future Internal Revenue Law of the United States.

ARTICLE XIV AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this __O____ day of July, 2018.

Evan M McCarthy, Incomorato

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CERTIFICATE DESIGNATING REGISTERED AGENT AND STREET ADDRESS FOR SERVICE OF PROCESS WITHIN FLORIDA

Pursuant to <u>Fla. Stat.</u> §617.0501, HAPPY BEE HONEY CLUB, INC., desiring to organize under the laws of the State of Florida, hereby designates Evan M McCarthy, located at 909 Avocado Isle, Fort Lauderdale, Florida 33565 as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

Having been named as registered agent, the undersigned hereby is familiar with and accepts the obligations of the above designation as registered agent to accept service of process for the above-named corporation, at the place designated above.

Evan M McCarthy 909 Avocado Isle

Fort Lauderdale Florida 33315

N18000007397

Happy Bee Honey Club 902 Avocado Isle Fort Luuderdale, FL 33315

July 3, 2018

Florida Department of State Division of Corporations

RE: Happy Bee Honey Club Name

Dear Sir or Madam:

As the sole member of the now dissolved limited liability company. Happy Bee Honey Club, LLC. I hereby grant permission to the contemplated not for profit corporation to use the name, Happy Bee Honey Club Inc., in order to form said not for profit corporation in the state of Florida.

Sincerely.

Evan M McCarthy

HOLLWYRE JOANSTANDER ROLEMAN STATE