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(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

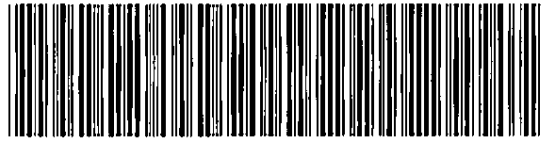
(Business Entity Name)

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18 NOV - 7 AM 11:38
DIVISION OF OPERATIONS
TALLAHASSEE, FLORIDA

18 NOV - 8 AM 11:30
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOV 09 2018
T SCHROEDER

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

ProjectFREE, Inc

- ___ Art of Inc. File _____
- ___ LTD Partnership File _____
- ___ Foreign Corp. File _____
- ___ L.C. File _____
- ___ Fictitious Name File _____
- ___ Trade/Service Mark _____
- ___ Merger File _____
- ___ Art. of Amend. File _____
- ___ RA Resignation _____
- ___ Dissolution / Withdrawal _____
- ___ Annual Report / Reinstatement _____
- ___ Cert. Copy _____
- ___ Photo Copy _____
- ___ Certificate of Good Standing _____
- ___ Certificate of Status _____
- ___ Certificate of Fictitious Name _____
- ___ Corp Record Search _____
- ___ Officer Search _____
- ___ Fictitious Search _____
- ___ Fictitious Owner Search _____
- ___ Vehicle Search _____
- ___ Driving Record _____
- ___ UCC 1 or 3 File _____
- ___ UCC 11 Search _____
- ___ UCC 11 Retrieval _____
- ___ Courier _____

Signature _____

Requested by: SETH

11/06/18

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

November 08, 2018

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

Dear Department of State Representative,

I, Kim Costanzo, Managing Member of Project Free LLC, do not intend to file a reinstatement and release the company name for public use.

Thank you,
Kim Costanzo

A handwritten signature in black ink, appearing to read "Kim Costanzo", with a large, sweeping flourish at the end.

Managing Member
Project Free LLC

ARTICLES OF INCORPORATION

ProjectFREE, Inc.

FIRST: The undersigned, Kim Costanzo, whose address is 2825 Beach Blvd, Gulfport, Fl 33707, being at least eighteen (18) years of age, does hereby form a nonprofit corporation under and by virtue of the General Laws of the State of Florida authorizing the formation of corporations.

SECOND: The Corporation (hereinafter called the "Corporation") is: ProjectFREE, Inc.

THIRD: The Corporation organized exclusively as a charitable and educational organization within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or any corresponding provisions of any future United States Internal Revenue law or regulations thereunder, hereinafter collectively referred to as the Internal Revenue Code), for the following purposes:

To create a safe, supportive, and normalized living, learning, and working community for young adults with disabilities to increase self-sufficiency and overall quality of life by connecting them to a community that enhances independence and connects them to equal opportunities for jobs, education, and socialization.

- a) To create a safe, supportive, integrated, normalized living, learning, and working community for young adults with disabilities;
- b) To increase self-sufficiency and overall quality of life by connecting young adults with disabilities to a community that enhances independence and connects them to equal opportunities for jobs, education, and socialization;
- c) To build a diverse community that allows each consumer the dignity of risk taking and healthy community integration;
- d) To establish housing, employment and other supports to enable consumers to establish relationships with staff and community mentors to allow them to make life decisions;
- e) To establish a supportive model based on permanency, that builds on a proven and effective means of reintegrating individuals with disabilities back into their communities by combining affordable housing with services;
- f) To establish a vocational component that will place consumers, both first-time job seekers and veteran employees in skilled, technical jobs;
- g) To establish a vocational college that will include state of the art classrooms, resource library, and computer laboratory to assist consumers in attaining their educational and vocational goals;
- h) To engage in any other activities which are not inconsistent with Section 501(c)(3) of the Internal Revenue Code and applicable state law.

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STATE OF FLORIDA
TALLAHASSEE

FOURTH: In order to carry out the purposes of the Corporation, the Corporation shall have the following powers:

- a) To purchase, lease, receive by donation, acquire and operate real and personal property suitable or convenient for the purposes of the corporation;
- b) To solicit, receive and accept donations of money or property or any interest in property from any other entity or persons;
- c) To exercise any power, or engage in any function, incidental to accomplishing the nonprofit purposes of the Corporation provided or allowed by the General Laws of the State of Florida, now or hereafter in force, without limitation by the above description of specific powers.

FIFTH: The address of the principal office of the Corporation in this state is: 2825 Beach Blvd S, Gulfport, 33707.

SIXTH: The Resident Agent of the Corporation is Kim Costanzo, whose address is 2825 Beach Blvd S., FL, 33707. The Resident Agent is a citizen of and resides in the State of Florida.

SEVENTH: The Corporation shall be governed by a Board of Directors and an Executive Director. The initial number of Directors of the Corporation shall be seven (7). The number of Directors may be increased or decreased in accordance with the Bylaws of the Corporation but shall never be less than three (3). The initial Executive Director and members of the Board of Directors, who shall serve until their successors are elected and qualify, are as follows:

Rosemary Dempsey, President
Kim Costanzo, Vice President
Anthony Costanzo, Secretary, Treasurer
Sharon Vanderline, Director
Tina Ciecierski, Director
Lauren Rittenhouse, Director
Paul Bachman, Director

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STATE OF FLORIDA
TALLAHASSEE OFFICE

EIGHTH: The Corporation shall adopt bylaws which shall provide for:

- a) The number, qualification, election, classification, terms of office, powers and duties of the Board of Directors and for such committees as may be determined to be necessary or desirable,
- b) The qualifications, rights, duties, and meetings of the members of the Corporation and for the quorum as such meetings;
- c) The selection of officers and their number, terms of office, rights, powers and duties; and
- d) For other matters relating to governance of the Corporation.

NINTH: The following provisions are hereby adopted to limit and regulate the powers of the corporation and Board of Directors.

- a) The corporation is not organized for pecuniary profit. No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its directors, officers, members or other private persons, except that the Corporation shall be authorized and empowered to pay

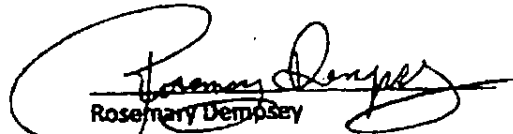
reasonable compensation for services actually rendered and to make payments in furtherance of the purposes herein set forth;

- b) The corporation shall be non-profit and non-stock, and shall have no power to declare dividends. The corporation shall conduct and direct its services and the use of its properties and facilities on the basis that such services and uses are available regardless of race, sex, ethnic origin or religious or political persuasion.
- c) Except as provided in Section 501(h) and 4911 of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future United States Internal Revenue law) (hereafter the "Code"), no substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation. The Corporation shall not participate in nor intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions, the Corporation shall not carry on any activity not permitted to be carried on by a Corporation exempt from federal income tax under Section 501(c)(3) of the Code by a Corporation, contributions to which are deductible under Section 170(c)(2), 2055(a)(2) and 2522(a)(2)(3) of the Code.
- d) If the Corporation is dissolved or ended for any reason, the Board of Directors shall dispose of all of the net assets of the Corporation exclusively to such organization(s) which are organized and operated exclusively for charitable or educational purposes as shall at the time qualify as an exempt organization under section 501(c)(3) of the Internal Revenue Code. Any remaining assets not disposed of by the Board shall be disposed of by the Court in the jurisdiction in which the principal office of the Corporation is then located, exclusively for such purposes or to such organizations.

TENTH: The duration and existence of the Corporation shall be perpetual.

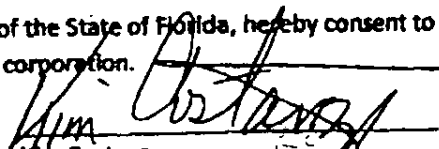
ELEVENTH: The Corporation may indemnify any and all of its current and future directors, officers, employees and agents as provided in the Bylaws of the Corporation.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation and have acknowledged the same to be my own act on this October 25, 2018.


Rosemary Dempsey
President

Consent of Resident Agent

I, Kim Costanzo, being more than 18 years of age and a citizen of the State of Florida, hereby consent to being designated in this document as a Resident Agent for this corporation.


Kim Costanzo

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CLERK OF COUNTY CLERK
OF FLORIDA