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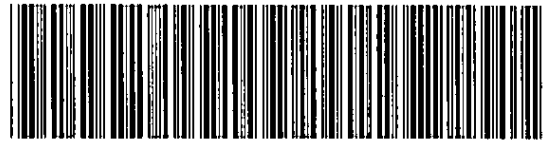
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2018 APR 18 AM 10:04  
TALLAHASSEE, FL 32309

APR 5 2019

11:00 AM



**ROLAND W. BAGGOTT III**  
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Nashville, TN 37205  
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*roland@baggottlaw.com*  
[www.baggottlaw.com](http://www.baggottlaw.com)

Friday April 12, 2019

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

**Via Regular US Mail**

**RE:** The Lost Pizza Foundation, Inc.  
My File No. 26-001

Dear Sir/Madam:

Enclosed please find for filing the original and one (1) copy of the Articles of Incorporation for The Lost Pizza Foundation, Inc., a non-profit. Enclosed please find a check in the amount of \$87.50 for the Filing Fee, Certified Copy and Certificate.

Please return confirmation of filing, Certified Copy and Certificate. If you have any questions, please do not hesitate to contact me.

Very truly yours,

BAGGOTT LAW, PLLC

A handwritten signature in black ink, appearing to read "Roland W. Baggott III", with a stylized flourish at the end.

Roland W. Baggott III

enclosures

**Articles of Incorporation  
of  
The Lost Pizza Foundation, Inc.  
(Not for Profit)**

2019 APR 18 AM 10:05  
ALL INFORMATION CONTAINED  
HEREIN IS UNCLASSIFIED  
DATE 04-18-2019 BY 60322

The undersigned desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of Florida, Chapter 617 F.S., *et seq* do hereby certify:

**First:** The name of the Corporation shall be **The Lost Pizza Foundation, Inc.**

**Second:** The principal office and mailing address of the Corporation is: 2050 County Hwy 30A #M1-229, Santa Rosa Beach, FL 32459.

**Third:** The Corporation is not for profit. The Corporation shall never be operated for the primary purpose of carrying on a trade or business for profit. The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**Fourth:** The names and addresses of the persons who are the initial Officers and/or Directors of the Corporation are as follows:

President: Preston Lott, 2050 County Hwy 30A #M1-229, Santa Rosa Beach, FL 32459.

Vice President: Brooks Roberts, 2050 County Hwy 30A #M1-229, Santa Rosa Beach, FL 32459.

**Fifth:** No part of the net earnings of the corporation shall inure to the benefit of, 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 the purposes set forth in Article Third hereof. 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 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, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt 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 (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**Sixth:** 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 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.

**Seventh:** The name and address of the registered agent is: **Preston Lott**, 2050 County Hwy 30A #M1-229, Santa Rosa Beach, FL 32459.

**Eighth:** To the extent allowed by the laws of the State of Florida, no present or future director of the Corporation (or his or her estate, heirs and personal representatives) shall be liable to the Corporation or its members for monetary damages for breach of fiduciary duty as a director of the Corporation. Any liability of a director (or his or her estate, heirs and personal representatives) shall be further eliminated or limited to the fullest extent allowed by the laws of the State of Florida, as may hereafter be adopted or amended.

**Ninth:** With respect to claims or liabilities arising out of service as a Director or Officer of the Corporation, the Corporation shall indemnify and advance expenses to each present and future Director and Officer (and his or her estate, heirs and personal representatives) to the fullest extent allowed by the laws of the State of Florida, both as now in effect and as hereafter adopted or amended.

**Tenth:** 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 individuals or persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for goods and services rendered and to make payments in furtherance of the purposes set forth in the paragraph just above. Notwithstanding any other provision of this Charter, the Corporation shall not carry on any endeavors or 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, or corresponding section of any future federal tax code, or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code.

**Eleventh:** Upon dissolution, after all creditors of the corporation have been paid, its assets shall be distributed to one or more organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for exclusively public purposes.

**Twelfth:** All members are entitled to cumulate their votes for directors. Directors may be elected by a majority of the membership of the Corporation, whose cumulative vote must be greater than or equal to 2/3 of all of the voting membership rights.

**Thirteenth:** Members of the Corporation, as well as members of the board of directors, may be terminated and/or expelled with cause or without cause without notice and without a hearing by a majority of the votes of the membership of the Corporation.

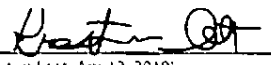
**Fourteenth:** The incorporator of the Corporation is: Roland W. Baggott III, Baggott Law, PLLC, 4525 Harding Pike, Ste. 105, Nashville, TN 37205.

**Fifteenth:** The Board of Directors shall have the power to adopt, amend or repeal the By-Laws of this Corporation. The By-Laws shall govern the operation of this Corporation unless any By-Law conflicts with these Articles of Incorporation, in which case the Articles of Incorporation shall be controlling.

**Sixteenth:** This Corporation reserves the right to amend or repeal, by the affirmative vote of a majority of the members of its Board of Directors, any of the provisions contained in these Articles of Incorporation.


**Seventeenth:** The period of duration for this corporation shall be perpetual or until such time as the Board of Directors shall adopt a resolution recommending that the corporation be dissolved.

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.

  
Preston Lott (Apr 12, 2019)  
Preston Lott, Registered Agent

Apr 12, 2019  
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.

  
Roland W. Baggott III (Apr 12, 2019)  
Roland W. Baggott III, Incorporator

Apr 12, 2019  
Date