

# N1900000 8828

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(Requestor's Name)

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(Address)

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(Address)

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(City/State/Zip/Phone #)

☐ PICK-UP    ☐ WAIT    ☐ MAIL

\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

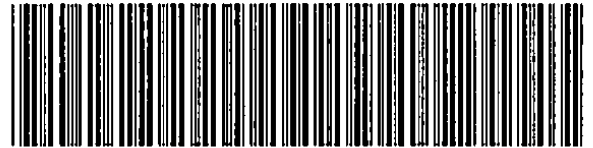
Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only

N. SAMS

AUG 22 2019



600333129216

08/15/19--01006--002    \$70.00

FILED  
2019 AUG 15 AM 11:09  
SECRETARY OF STATE  
CLERK

# COVER LETTER

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

**SUBJECT:** Unwholly Bikes, 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:** Phillip Mac Masters  
\_\_\_\_\_  
Name (Printed or typed)

829 Pennsylvania Ave  
\_\_\_\_\_  
Address

Lakeland, FL 33801  
\_\_\_\_\_  
City, State & Zip

863-559-3331  
\_\_\_\_\_  
Daytime Telephone number

masters.mac@gmail.com  
\_\_\_\_\_  
E-mail address: (to be used for future annual report notification)

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

**ARTICLES OF INCORPORATION**  
In compliance with Chapter 617, F.S., (Not for Profit)

**ARTICLE I NAME**

The name of the corporation shall be: Unwholly Bikes, Inc.

**ARTICLE II PRINCIPAL OFFICE**

Principal street address:  
829 Pennsylvania Ave.

Lakeland, FL 33801

Mailing address, if different is:

**ARTICLE III PURPOSE**

The purpose for which the corporation is organized is: Unwholly Bikes, Inc. is a bike shop open to the community of Central Flori

Our team serves as a focused collective of volunteers—here to teach the public about bicycle safety, maintenance and repairs. We  
provide the use of our inhouse tools and the knowledge any rider needs to promote bicycling as a healthy, safe, sustainable form of  
transportation and lifestyle. We truly believe that through building a bicycle friendly community we will improve our neighborhoo  
public safety and lives.

**ARTICLE IV MANNER OF ELECTION**

The manner in which the directors are elected and appointed: As stated in bylaws.

**ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS**

Name and Title: William Shaffer, Director

Address: 801 Hollingsworth Rd.  
Lakeland, FL 33801

Name and Title: Kelsey Logan, Director

Address: 920 Osceola St.  
Lakeland, FL 33801

Name and Title: Phillip Mac Masters, Director

Address: 829 Pennsylvania Ave.  
Lakeland, FL 33801

Name and Title: Samantha Polk, Director

Address: 1425 Elgin St.  
Lakeland, FL 33801

Name and Title: Tyler Fox, Director

Address: 3520 Cleveland Heights Blvd.  
Apt. 136  
Lakeland, FL 33803

Name and Title: \_\_\_\_\_

Address: \_\_\_\_\_

FILED  
2019 AUG 15 PM 11:09

Name and Title: \_\_\_\_\_ Name and Title: \_\_\_\_\_  
Address: \_\_\_\_\_ Address: \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
Name and Title: \_\_\_\_\_ Name and Title: \_\_\_\_\_  
Address: \_\_\_\_\_ Address: \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**ARTICLE VI REGISTERED AGENT**

The **name and Florida street address** (P.O. Box NOT acceptable) of the registered agent is:

Name: Phillip Mac Masters  
Address: 829 Pennsylvania Ave.  
Lakeland, FL 33801

FILED  
2019 AUG 15 12:11:09  
CLERK OF COURT  
STATE OF FLORIDA

**ARTICLE VII INCORPORATOR**

The **name and address** of the Incorporator is:

Name: Phillip Mac Masters  
Address: 829 Pennsylvania Ave.  
Lakeland, FL 33801

**ARTICLE VIII EFFECTIVE DATE:**

Effective date, if other than the date of filing: \_\_\_\_\_. (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five days prior or 90 days after the filing.)

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

*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*

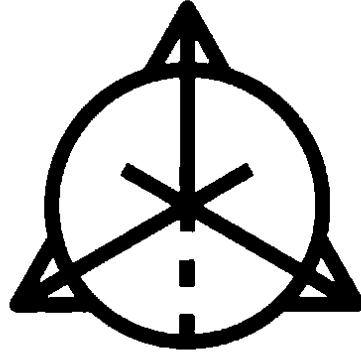
  
Required Signature of Registered Agent

8/11/19  
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.*

  
Required Signature of Incorporator

8/11/19  
Date



FILED  
2019 AUG 15 AM 11:09  
SECRETARY OF  
TALLAHASSEE, FL

**Unwholly Bikes, Inc.**  
A Florida Non-profit Corporation

**ARTICLES OF  
INCORPORATION**

**ARTICLE I  
NAME**

**1.01 Name**

The name of this corporation shall be Unwholly Bikes, Inc. The business of the corporation may be conducted as Unwholly Bikes, Inc. or Unwholly Bikes.

**ARTICLE II  
DURATION**

**2.01 Duration**

The period of duration of the corporation is perpetual.

**ARTICLE III  
PURPOSE**

**3.01 Purpose**

Unwholly Bikes, Inc. is a non-profit corporation and shall operate exclusively for charitable and educational purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code.

Unwholly Bikes, Inc. is a bike shop open to the community of Central Florida. Our team serves as a focused collective of volunteers—here to teach the public about bicycle safety, maintenance and

repairs. We provide the use of our inhouse tools and the knowledge any rider needs to promote bicycling as a healthy, safe, sustainable form of transportation and lifestyle. We truly believe that through building a bicycle friendly community we will improve our neighborhoods, public safety and lives.

### **3.02 Non-Profit**

Unwholly Bikes, Inc. is designated as a non-profit corporation.

## **ARTICLE IV** **NON-PROFIT NATURE**

### **4.01 Non-profit Nature**

Unwholly Bikes, Inc. is organized exclusively for charitable and educational 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 corresponding section of any future federal tax code. No part of the net earnings of Unwholly Bikes, Inc. 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 the purpose clause hereof.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Unwholly Bikes, Inc. is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational and charitable purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

### **4.02 Personal Liability**

No officer or director of this corporation shall be personally liable for the debts or obligations of Unwholly Bikes, Inc. of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

### **4.03 Dissolution**

Upon termination or dissolution of the Unwholly Bikes, Inc., any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of the Unwholly Bikes, Inc. hereunder shall be selected by the discretion of a majority of the managing body of the Unwholly Bikes, Inc. and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the Unwholly Bikes, Inc. by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Florida.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Florida to be added to the general fund.

#### **4.04 Prohibited Distributions**

No part of the net earnings or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, 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 III, Section 3.01.

#### **4.05 Restricted Activities**

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

#### **4.06 Prohibited Activities**

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (I) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (II) 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.

### **ARTICLE V**

### **BOARD OF DIRECTORS**

### **5.01 Governance**

Unwholly Bikes, Inc. shall be governed by its board of directors.

### **5.02 Initial Directors**

The initial directors of the corporation shall be:

William Shaffer, Director  
801 Hollingsworth Rd.  
Lakeland, FL 33801

Phillip Mac Masters, Director  
829 Pennsylvania Ave.  
Lakeland, FL 33801

Tyler Fox, Director  
3520 Cleveland Heights Blvd.  
Apt. 136  
Lakeland, FL 33803

Kelsey Logan, Director  
920 Osceola St.  
Lakeland, FL 33801

Samantha Polk, Director  
1425 Elgin St.  
Lakeland, FL 33801

## **ARTICLE VI** **MEMBERSHIP**

### **6.01 Membership**

Unwholly Bikes, Inc. shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

## **ARTICLE VII** **AMENDMENTS**

### **7.01 Amendments**



Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

## **ARTICLE VIII** **ADDRESSES OF THE CORPORATION**

### **8.01 Corporate Address**

The address of the corporation is:

Unwholly Bikes, Inc.  
829 Pennsylvania Ave.  
Lakeland, FL 33801

The mailing address of the corporation is:

Unwholly Bikes, Inc.  
829 Pennsylvania Ave.  
Lakeland, FL 33801

## **ARTICLE IX** **APPOINTMENT OF REGISTERED AGENT**

### **9.01 Registered Agent**

The registered agent of the corporation shall be:

Phillip Mac Masters  
829 Pennsylvania Ave.  
Lakeland, FL 33801

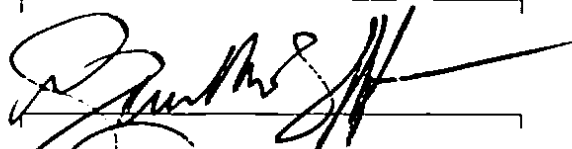
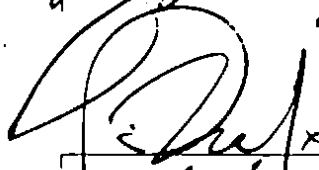

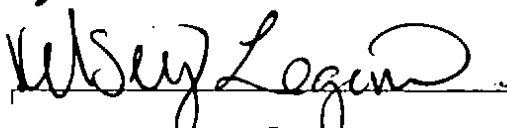

## **ARTICLE X** **INCORPORATOR**

The incorporator of the corporation are as follow:

Phillip Mac Masters  
829 Pennsylvania Ave.  
Lakeland, FL 33801

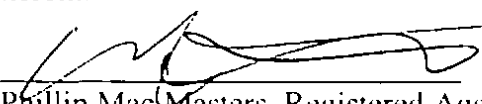
**CERTIFICATE OF ADOPTION OF ARTICLES OF INCORPORATION**

We, the undersigned, do hereby certify that the above stated Articles of Incorporation of Unwholly Bikes, Inc. were approved by the board of directors on 08.11.2019 and constitute a complete copy of Articles of Incorporation of the Unwholly Bikes, Inc.

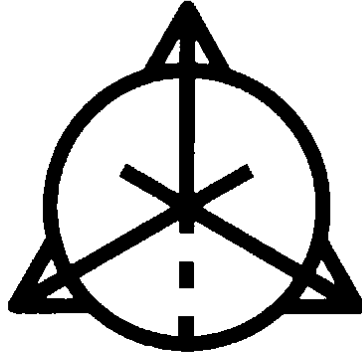
Name	Address	Signature
William Shaffer	801 Hollingsworth Rd. Lakeland, FL 33801	
Tyler Fox	3520 Cleveland Heights Blvd. Apt. 136 Lakeland, FL 33803	
Phillip Mac Masters	829 Pennsylvania Ave. Lakeland, FL 33801	
Kelsey Logan	920 Osceola St. Lakeland, FL 33801	
Samantha Polk	1425 Elgin St. Lakeland, FL 33801	

**ACKNOWLEDGMENT OF CONSENT  
TO APPOINTMENT AS REGISTERED AGENT**

I, Phillip Mac Masters, agree to be the registered agent for Unwholly Bikes, Inc. as appointed herein.

  
Phillip Mac Masters, Registered Agent

Date: 8/11/19



## **Unwholly Bikes, Inc.**

A Florida Non-profit Corporation

# **ARTICLES OF INCORPORATION**

## **ARTICLE I NAME**

### **1.01 Name**

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## **ARTICLE II DURATION**

### **2.01 Duration**

The period of duration of the corporation is perpetual.

## **ARTICLE III PURPOSE**

### **3.01 Purpose**

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Phillip Mac Masters, Director  
829 Pennsylvania Ave.  
Lakeland, FL 33801

Tyler Fox, Director  
3520 Cleveland Heights Blvd.  
Apt. 136  
Lakeland, FL 33803

Kelsey Logan, Director  
920 Osceola St.  
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## **ARTICLE VII** **AMENDMENTS**

### **7.01 Amendments**

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## **ARTICLE VIII** **ADDRESSES OF THE CORPORATION**

### **8.01 Corporate Address**

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Unwholly Bikes, Inc.  
829 Pennsylvania Ave.  
Lakeland, FL 33801

The mailing address of the corporation is:

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Lakeland, FL 33801

## **ARTICLE IX** **APPOINTMENT OF REGISTERED AGENT**

### **9.01 Registered Agent**

The registered agent of the corporation shall be:

Phillip Mac Masters  
829 Pennsylvania Ave.  
Lakeland, FL 33801

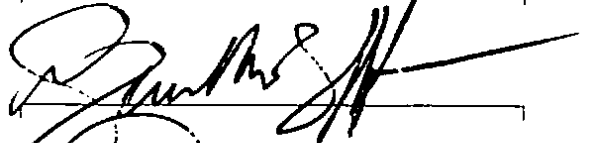

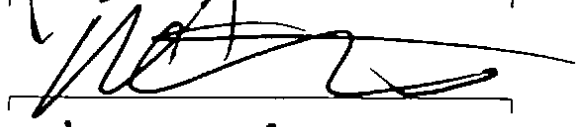
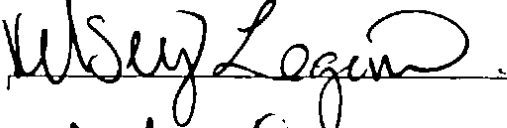
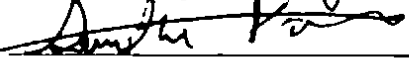
## **ARTICLE X** **INCORPORATOR**

The incorporator of the corporation are as follow:

Phillip Mac Masters  
829 Pennsylvania Ave.  
Lakeland, FL 33801

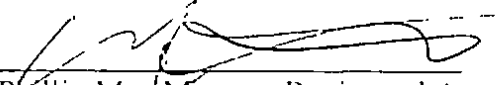
**CERTIFICATE OF ADOPTION OF ARTICLES OF INCORPORATION**

We, the undersigned, do hereby certify that the above stated Articles of Incorporation of Unwholly Bikes, Inc. were approved by the board of directors on 08, 11 2019 and constitute a complete copy of Articles of Incorporation of the Unwholly Bikes, Inc.

Name	Address	Signature
William Shaffer	801 Hollingsworth Rd. Lakeland, FL 33801	
Tyler Fox	3520 Cleveland Heights Blvd. Apt. 136 Lakeland, FL 33803	
Phillip Mac Masters	829 Pennsylvania Ave. Lakeland, FL 33801	
Kelsey Logan	920 Osceola St. Lakeland, FL 33801	
Samantha Polk	1425 Elgin St. Lakeland, FL 33801	

**ACKNOWLEDGMENT OF CONSENT  
TO APPOINTMENT AS REGISTERED AGENT**

I, Phillip Mac Masters, agree to be the registered agent for Unwholly Bikes, Inc. as appointed herein.

  
Phillip Mac Masters, Registered Agent

Date: 8/11/19



# COVER LETTER

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

**SUBJECT:** Unwholly Bikes, 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  
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Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

**FROM:** Phillip Mac Masters  
Name (Printed or typed)

829 Pennsylvania Ave  
Address

Lakeland, FL 33801  
City, State & Zip

863-559-3331  
Daytime Telephone number

masters.mac@gmail.com  
E-mail address: (to be used for future annual report notification)

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