

12/12/2019

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**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**Suncoast Cannabis Coalition, Inc.**

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**ARTICLES OF INCORPORATION**  
**OF**  
**SUNCOAST CANNABIS COALITION, INC.,**  
**a Florida Not for Profit Corporation**

The undersigned incorporator, for the purpose of forming a corporation not for profit under the provisions of Florida Statutes, Chapter 617, hereby adopts the following Articles of Incorporation:

**ARTICLE I. - NAME**

The name of this Corporation is SUNCOAST CANNABIS COALITION, INC. The current principal office and the mailing address of the Corporation is 1819 Main Street, Suite 610, Sarasota, FL 34236.

**ARTICLE II. - PURPOSE**

This Corporation is organized and shall be operated exclusively for the promotion of social welfare within the meaning of Section 501(c)(4) of the Internal Revenue Code of 1986, as follows:

- (a) Promoting education and outreach within the State of Florida to enable citizens to integrate cannabis components, including, but not limited to, hemp, CBD, and THC, into their personal health and wellness programs;
- (b) Administering for the purposes set forth in subparagraph (a) above, funds and property donated to the Corporation;
- (c) Receiving donations and bequests and using the principal and income generated from the investment of such donations and bequests for the purposes set forth in subparagraph (a) above; and
- (d) Engaging in and doing any and all lawful activities necessary or desirable for the accomplishment of any of the above-described objectives and purposes.

Notwithstanding any other provision of these Articles of Incorporation, this Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(4) of the Internal Revenue Code of 1986.

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### **ARTICLE III. - MEMBERSHIP**

This Corporation may have members, as provided in the bylaws.

### **ARTICLE IV. - TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

### **ARTICLE V. - BOARD OF DIRECTORS**

The affairs of the Corporation shall be managed by a board of directors, consisting of no less than three (3) directors. The board of directors shall be elected or appointed, and increased or decreased, as provided in the bylaws. The board of directors shall have the requisite power and authority which is customarily vested in corporate directors over the business and affairs of the Corporation. The current directors of this Corporation shall be as follows:

Patrick J. Gannon, 1819 Main Street, Suite 610, Sarasota, FL 34236  
Don Fitts, 1819 Main Street, Suite 610, Sarasota, FL 34236  
Jane DesGrosseilliers, 1819 Main Street, Suite 610, Sarasota, FL 34236

### **ARTICLE VI. REGISTERED OFFICE AND REGISTERED AGENT**

The registered office of this Corporation shall be 1819 Main Street, Suite 610, Sarasota, FL 34236. The registered agent shall be JOHN M. COMPTON. The registered agent and address may be changed at any time by an affirmative vote of the board of directors.

### **ARTICLE VII. - COMPENSATION AND ACTIVITIES**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to, its directors or officers, or any individual, but 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 II hereof.

The Corporation shall not carry on propaganda or otherwise attempt to influence legislation to such extent as would result in the loss of the exemption under Section 501(c)(4) of the Internal Revenue Code of 1986. The Corporation shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office to such extent as would result in the loss of the exemption under Section 501(c)(4) of the Internal Revenue Code of 1986.

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#### **ARTICLE VIII. - INDEMNIFICATION**

The Corporation shall indemnify any director or officer, or any former director or officer, to the full extent permitted by law.

#### **ARTICLE IX. - OFFICERS**

The Corporation shall be governed by officers which may be established by the bylaws of the Corporation. The officers will be elected by the board of directors at the annual meeting, in accordance with the bylaws of the Corporation.

#### **ARTICLE X. - BYLAWS**

The bylaws of this Corporation shall be made, altered, or rescinded by the board of directors at any regular or special meeting held in accordance with the bylaws.

#### **ARTICLE XI. - AMENDMENT OF ARTICLES OF INCORPORATION**

These Articles of Incorporation may be amended, from time to time, by a resolution adopted by a two-thirds (2/3) vote of the board of directors present at a meeting at which a quorum is present; provided, however, that these Articles of Incorporation shall not be amended to permit the Corporation to engage in any activity prohibited in Articles II or VII.

#### **ARTICLE XII - INCORPORATOR**

The name and address of the incorporator to these Articles of Incorporation is:

Patrick J. Gannon, 1819 Main Street, Suite 610, Sarasota, FL 34236

#### **ARTICLE XIII. - NONDISCRIMINATION**

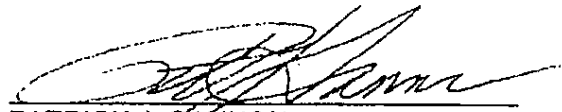
The corporation shall maintain a racially nondiscriminatory admission and operations policy for all of its educational activities and will not discriminate against applicants or students on the basis of race, color, nationality, or ethnic origin.

#### **ARTICLE XIV. - DEFINITIONS**

Any reference in these Articles of Incorporation to a section of the Internal Revenue Code of 1986 shall be deemed to include the corresponding provision or provisions of any applicable future Internal Revenue Code.

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IN WITNESS WHEREOF, the undersigned has executed these Articles on  
December 12 2019.

  
PATRICK J. GANNON


"INCORPORATOR"

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**ACCEPTANCE OF REGISTERED AGENT**

Having been named as registered agent and to accept service of process at the place designated in the articles, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED: December 12, 2019.

  
\_\_\_\_\_  
JOHN M. COMPTON