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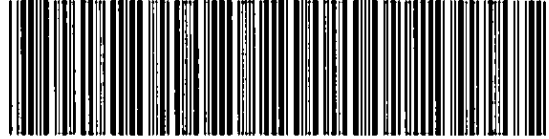
(Business Entity Name)

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Derrick Thompson  
10/19/20

## COVER LETTER

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

SUBJECT: Pierella Rainforest Reclamation Project, 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: Kevin Donnelly  
Name (Printed or typed)

16821 Melbourne Dr.  
Address

Laurel, MD 20707  
City, State & Zip

(301) 575-4661  
Daytime Telephone number

kpd@kaditcha.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 OF  
PIERELLA RAINFOREST RECLAMATION PROJECT, INC.**

The undersigned, for the purposes of forming a nonprofit corporation under the Florida Not-For-Profit Corporation Act, Florida Statutes Chapter 617, makes and adopts the following Articles of Incorporation:

**ARTICLE 1 – NAME**

The name of the not-for-profit corporation shall be *Pierella Rainforest Reclamation Project, Inc.*

**ARTICLE 2 – ADDRESS**

The address of the principal office and the mailing address of the not-for-profit corporation is:

*20925 NE 117th Ave  
Waldo, FL 32694-4270*

**ARTICLE 3 – INITIAL REGISTERED OFFICE AND AGENT**

The address of the initial registered office of the not-for-profit corporation is 1200 South Pine Island Road, Plantation, Florida 33324. The name of its initial registered agent at that address is C T Corporation System.

**ARTICLE 4 – NO MEMBERS**

The not-for-profit corporation shall not have members, and shall not issue membership certificates. The not-for-profit corporation shall not issue shares of stock.

**ARTICLE 5 – NOT-FOR-PROFIT; TAX EXEMPT STATUS**

No part of the net earnings of the not-for-profit corporation shall inure to the benefit of, or be distributable to its directors, officers, or other private persons, except that the not-for-profit 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 Seven hereof. No substantial part of the activities of the not-for-profit 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 not-for-profit 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.

**ARTICLE 6 – DURATION**

The duration of the not-for-profit corporation is perpetual.

## **ARTICLE 7 - PURPOSES**

The not-for-profit corporation is organized exclusively for 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.

## **ARTICLE 8 – POWERS**

A. To exercise all rights and powers conferred by the laws of the State of Florida on not-for-profit corporations, including but not limited to those set forth in Florida Statutes Chapter 617 and the following powers: to acquire by bequest, devise, gift, grant, donation, contribution, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of the property and the income, principal and proceeds of the property.

B. To engage in and transact any other lawful activity, solely in furtherance of the above purposes, for which not-for-profit corporations may be incorporated under the Florida Not-for-Profit Corporation Act, and any successor or amendment to the Florida Not-for-Profit Corporation Act.

C. To do any other things as are incidental to the powers of the not-for-profit corporation, or necessary or desirable in order to accomplish the purposes of the not-for-profit corporation.

## **ARTICLE 9 – BOARD OF DIRECTORS**

There shall be a board of directors consisting of at least three (3) individuals. Each director shall be elected in the manner, and at the times, set forth in the bylaws. The initial directors shall be:

***Kevin P. Donnelly***  
16821 Melbourne Dr  
Laurel, MD 20707

***Dr. William J. Cooper***  
20925 NE 117th Ave  
Waldo, FL 32694

***Michele A. Danoff***  
1401 Pennington Ave  
Edgewater, MD 21037

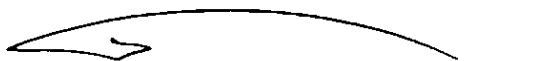
## **ARTICLE 10 – DISSOLUTION OF ASSETS**

Upon the dissolution of the not-for-profit 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 not-for-profit 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.

## **ARTICLE 11 – AMENDMENTS**

The not-for-profit corporation reserves the right to amend or repeal any provision contained in these articles of incorporation or any amendment to them, by the affirmative vote of at least two-third of the board of directors.

I, the undersigned incorporator, signed these Articles of Incorporation on September 22, 2020, and submit this document and affirm that the facts stated herein are true.

  
\_\_\_\_\_  
*Kevin P. Donnelly*

16821 Melbourne Dr  
Laurel, MD 20707

## **CERTIFICATE OF DESIGNATION AND ACCEPTANCE BY REGISTERED AGENT**

Pursuant to the provisions of § 617.0501, Fla. Stat., the undersigned corporation organized under the not-for-profit corporation laws of the State of Florida submits the following statement in designating the registered office and registered agent of the corporation in the State of Florida:

1. Name of the corporation:

***Pierella Rainforest Reclamation Project, Inc.***

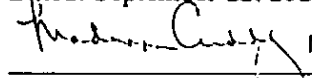
2. Name and address of the registered agent and office:

***C T Corporation System***

***1200 South Pine Island Road  
Plantation, Florida 33324***

I, the undersigned, having been named as registered agent and appointed to accept service of process for the above-stated corporation at the place designated in this statement, 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: September 22, 2020

  
\_\_\_\_\_  
Madonna Cuddihy, Assistant Secretary  
***C T Corporation System***