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Help

*The Blunt Space Incorporated*  
*Amended and Restated Articles of Incorporation*

**AMENDED AND RESTATED ARTICLES OF INCORPORATION**  
**OF**  
**THE BLUNT SPACE INCORPORATED**  
**A FLORIDA NON-PROFIT CORPORATION**

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The undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of State of Florida, do hereby certify:

**FIRST:** The Articles of Incorporation of the Corporation were filed with the Secretary of State of Florida on December 1, 2020, with an organization date deemed effective January 1, 2021.

**SECOND:** These Amended and Restated Articles of Incorporation, which supersede the original Article of Incorporation and all amendments to them, were adopted by the Board of Directors of the Corporation. There are no Members entitled to vote on the amendment. The amendment was adopted on August 23, 2022.

**THIRD:** To effect the foregoing, the text of the Articles of Incorporation is hereby restated and amended as herein set forth in full.

**ARTICLE I.**  
**NAME**

**1.1 Name**

The name of this corporation shall be The Blunt Space Incorporated (hereinafter referred to as the "Corporation").

**ARTICLE II.**  
**DURATION**

**2.1 Duration**

The period of duration of the corporation is perpetual. The corporate existence will commence on the filing of these articles by the Department of State.

**ARTICLE III.**  
**PURPOSE**

**3.1 Purpose**

The Blunt Space Incorporated is a non-profit corporation and shall operate exclusively for educational and charitable purposes within the meaning of Section 501 (c)(3) of the Internal

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Revenue Code, or the corresponding section of any future Federal tax code. The Blunt Space Inc. is a corporation and media hub for art, advocacy, and culture. We aim to be a safe haven and provide resources to marginalized voices within the arts. We provide funding for artists projects and events, educational creative workshops that encompass all arts and mediums, platforms for underserved artists, and safe spaces for artist to showcase their work unapologetically.

### **3.2 Non-Profit**

The Blunt Space Incorporated is designated as a non-profit corporation.

## **ARTICLE IV.** **BYLAWS**

The corporation is a not for profit corporation. The by-laws of the Corporation are to be made and adopted by, and may be altered, amended or rescinded by the board of directors of the Corporation.

## **ARTICLE V.** **NON-PROFIT NATURE**

### **5.1 Non-profit Nature**

The Blunt Space Incorporated 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 The Blunt Space Incorporated 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.

The Blunt Space Incorporated 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.

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## **5.2 Personal Liability**

No officer or director of this corporation shall be personally liable for the debts or obligations of The Blunt Space Incorporated 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.

## **5.3 Dissolution**

Upon termination or dissolution of the The Blunt Space Incorporated, 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 The Blunt Space Incorporated hereunder shall be selected by the discretion of a majority of the managing body of the The Blunt Space Incorporated 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 The Blunt Space Incorporated 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.

## **5.4 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 3.1.

## **5.5 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.

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**5.6 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 VI.**  
**BOARD OF DIRECTORS**

**6.1 Governance**

The Blunt Space Incorporated shall be governed by its board of directors.

**6.2 Directors**

The Management of the Corporation shall be vested in a board of directors of not less than three (3) directors, each of whom must be an officer, director, employee, shareholder, partner, or member of the Corporation. The board of directors will be elected, maintained, and appointed in accordance with the Corporation's by-laws.

The officers of the corporation shall be a president, a secretary, and a treasurer and may include other officers as may be authorized by the bylaws and elected by the directors from time to time. The officers shall be elected by the board of directors in accordance with the bylaws of the corporation.

The directors of the corporation shall be:

Cadin Small	President, Director	7901 4 <sup>th</sup> Street North, STE 4798 St. Petersburg, FL 33702
Choya Randolph	Vice President, Director	7901 4 <sup>th</sup> Street North, STE 4798 St. Petersburg, FL 33702
Dominique Euzebe	Treasurer, Director	7901 4th Street North, STE 4798 St. Petersburg, FL 33702
Brook Carter	Secretary, Director	7901 4th Street North, STE 4798 St. Petersburg, FL 33702
Quintina Killings	Director	7901 4th Street North, STE 4798 St. Petersburg, FL 33702

### 6.3 Indemnification

## ARTICLE VII.

### **Meetings**

## **ARTICLE VIII.**

### **MEMBERSHIP**

**ARTICLE IX.**  
**AMENDMENTS**

**ARTICLE X.**  
**ADDRESSES OF THE CORPORATION**

7901 4<sup>th</sup> Street North  
STE 4798  
St. Petersburg, FL 33702

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**ARTICLE XI.**  
**APPOINTMENT OF REGISTERED AGENT**

**11.01 Registered Agent**

The Registered Agent of the corporation is:

Registered Agents Inc.  
7901 4<sup>th</sup> Street North  
STE 300  
St. Petersburg, FL 33702

**ARTICLE XII.**  
**INCORPORATOR**

The incorporator to these Amended and Restated Articles of Incorporation of the corporation is:

Cadin Small  
7901 4<sup>th</sup> Street North  
STE 4798  
St. Petersburg, FL 33702

IN WITNESS WHEREOF, I/We, the undersigned, have subscribed our names on this August 23, 2022 and constitute a complete copy of the Amended and Restated Articles of Incorporation of the The Blunt Space Incorporated.



\_\_\_\_\_  
Cadin Small, Incorporator