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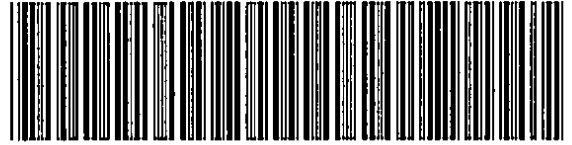
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21 JUN 18 AM 7:14

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SB
7/7/21

COVER LETTER

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

SUBJECT: The FitzLane 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: Alivia Brooke Cooper

Name (Printed or typed)

13266 Byrd Dr, Suite 100-233

Address

Odessa, FL 33556

City, State & Zip

662-701-0199

Daytime Telephone number

TheFitzLaneProject@gmail.com

E-mail address: (to be used for future annual report notification)

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

21 JUN 18 4:14 PM
SECRETARY OF STATE
TALLAHASSEE, FL 32314
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The FitzLane Project, Inc.

A Florida Non-Profit Corporation

ARTICLES OF INCORPORATION

Articles of Incorporation of The FitzLane Project, Inc.. 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 the State of Florida, do hereby certify:

ARTICLE I

NAME

1.01 Name

The name of the Corporation shall be The FitzLane Project Inc.. The business of the corporation may be conducted as The FitzLane Project Inc. or The FitzLane Project with an effective date of June 30, 2021.

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TALLAHASSEE, FLORIDA

ARTICLE II

DURATION

2.01 Duration

The period of duration of the corporation is perpetual.

ARTICLE III

PURPOSE

3.01 Purpose

The FitzLane Project, Inc. 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 Revenue Code, or the corresponding section of any future Federal tax code.

The FitzLane Project, Inc.'s purpose is to provide funding to underprivileged transgender youth in the Greater Tampa Bay Florida area for necessary, and potentially lifesaving, specialized LGBTQIA+ mental health counseling.

Due to the nature of therapeutic services overall and the specialized nature of these services as it relates to the LGBTQIA+ community, it is not always an affordable or reasonable option for these at-risk youth. The FitzLane Project, Inc. would address this issue by facilitating more access to these services through providing support for these individuals with limited access to the appropriate funds necessary for these vital services, while also providing a network of certified therapist/mental health counselors who share our vision.

We will partner and collaborate with specialized LGBTQIA+ specialized licensed mental health counselors (LMHC) to create the network of providers which will allow our support recipients the best chance at finding a LMHC who can make a connection with them to help provide the necessary tools vital to their overall wellbeing.

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TALLAHASSEE, FLORIDA

At times, per the discretion of the board of directors, we may provide funding for underprivileged youth within the greater LGBTQIA+ community or outside of the targeted geographic presence.

3.02 Public Benefit

The FitzLane Project, Inc. is designated as a public benefit corporation.

ARTICLE IV

NON-PROFIT NATURE

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TALLAHASSEE, FLORIDA

4.01 Non-profit Nature

The FitzLane Project, Inc. is a corporation 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 the corresponding section of any future federal tax code.

No part of the net earnings of The FitzLane Project, 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 Article Third hereof.

The FitzLane Project, 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 education 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 The FitzLane Project, Inc. of any natures 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 the dissolution of The FitzLane Project, Inc., 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.

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 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.

4.06 Prohibited Activities

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.

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FALLS CHURCH, VA

ARTICLE V
BOARD OF DIRECTORS

5.01 Governance

The FitzLane Project, Inc. shall be governed by its board of directors.

5.02 Manner of Election

The directors of the corporation shall be selected as stated by the corporation's bylaws.

ARTICLE VI
MEMBERSHIP

6.01 Membership

The FitzLane Project, 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.

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TALLAHASSEE, FLORIDA

ARTICLE VIII

ADDRESSES

8.01 Corporate Address

The place in this state where the principal office of the Corporation is to be located is the City of Odessa, Pasco County.

The physical address of the corporation is:

13266 Byrd Dr
Suite 100-233
Odessa, FL 33556

The mailing address of the corporation is:

13266 Byrd Dr
Suite 100-233
Odessa, FL 33556

ARTICLE IX

REGISTERED AGENT

9.01 Registered Agent

The registered agent of the corporation shall be:

Name: Cooper, Alivia Brooke
Address: 13266 Byrd Dr
Suite 100-233
Odessa, FL 33556

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TALLAHASSEE, FLORIDA

ARTICLE X
OFFICERS & INCORPORATOR

10.01 Officers

The initial officers and/or directors of The FitzLane Project, Inc. are as follows:

Title: President
Name: Cooper, Alivia Brooke
Address: 13266 Byrd Dr
Suite 100-233
Odessa, FL 33556

Title: Vice President
Name: Cooper, Jimmie Lane
Address: 13266 Byrd Dr
Suite 100-233
Odessa, FL

Title: Vice President
Name: Schmidt, Karina Grace
Address: 13266 Byrd Dr
Suite 100-233
Odessa, FL

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TALLAHASSEE, FLORIDA

10.02 Incorporator

The incorporator of The FitzLane Project, Inc. is as follows:

Name: Cooper, Alivia Brooke

Address: 13266 Byrd Dr
Suite 100-233
Odessa, FL

Certificate of Adoption of Articles of Incorporation

We, the undersigned, do hereby certify that the above stated Articles of Incorporation of The FitzLane Project, Inc. constitute a complete copy of the Articles of Incorporation for The FitzLane Project, Inc.

Alivia B. Cooper

Alivia Brooke Cooper, President

Jimmie Lane Cooper

Jimmie Lane Cooper, Vice President

Karina G Schmidt

Karina Grace Schmidt, Vice President

I, Alivia Brooke Cooper, agree to be the registered agent for The FitzLane Project, Inc. as appointed herein.

Registered Agent: Alivia B. Cooper

Date: June 28, 2021

Incorporator: Alivia B. Cooper

Date: June 23, 2021

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TALLAHASSEE, FL 32301