

Dec. 21. 2021

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COR AMND/RESTATE/CORRECT OR O/D RESIGN  
THE HIVE FOUNDATION INC

Certificate of Status	0
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December 17, 2021

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

THE HIVE FOUNDATION INC  
113 BAY BRIDGE DRIVE  
GULF BREEZE, FL 32561

SUBJECT: THE HIVE FOUNDATION INC  
REF: N21000011162

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Valerie Herring  
Regulatory Specialist III

FAX Aud. #: H21000457049  
Letter Number: 321A00030489

FILED  
SECRETARY OF CORPORATION  
2021 DEC 21 AM 10:17

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**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
THE HIVE FOUNDATION, INC.**

These Amended and Restated Articles of Incorporation for The Hive Foundation, Inc., a Florida not for profit corporation (the "Corporation"), dated as of December 15, 2021, are being duly executed and filed by Tedrick C. Ent, its Secretary, to amend and restate the Corporation's original Articles of Incorporation which were filed on September 21, 2021 and assigned Florida Document Number N21000011162. These Amended and Restated Articles of Incorporation were duly executed and are being filed in accordance with Section 617.1007 of the Florida Not For Profit Corporation Act.

**ARTICLE I**

**Name**

The name of the corporation (the "Corporation") shall be:

The Hive Foundation, Inc.

**ARTICLE II**

**Principal place of business and mailing address**

The principal place of business and mailing address of the Corporation shall be:

113 Bay Bridge Drive  
Gulf Breeze, Florida 32561

**ARTICLE III**

**Purposes**

The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**ARTICLE IV**

**Board of Directors**

The powers of the Corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The Board of Directors shall initially consist of four (4) Directors. Thereafter, the size and manner of election of the Board of Directors shall be as set forth in the Bylaws of the Corporation; provided, however, in no event shall there be less than four (4) Directors. The initial Board of Directors shall be comprised of the following individuals: Julian MacQueen, Kim G. MacQueen, Tedrick C. Ent and Harlan R. Butler.

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**ARTICLE V**  
**Initial registered agent and street address**

The name and street address of the initial registered agent are:

David E. Hightower  
Hightower Law Firm  
119 North Palafox Street  
Pensacola, Florida 32502

**ARTICLE VII**  
**Incorporator**

The name and address of the Incorporator for these Articles of Incorporation are:

Julian MacQueen  
113 Bay Bridge Drive  
Gulf Breeze, Florida 32561

**ARTICLE VIII**  
**Net earnings and private inurement**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, 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 III hereof. 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 except as authorized under the Internal Revenue Code. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on (a) by an entity 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 an entity, 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 IX**  
**Distribution of corporate assets upon dissolution**

In the event of dissolution or final liquidation of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all the lawful debts and liabilities of the Corporation, distribute all the assets of the Corporation to one or more of the following categories of recipients as the Board of Directors of the Corporation shall determine:

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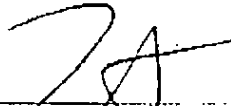
(a) to an organization or organizations created to succeed the Corporation, as long as such organization or each of such organizations shall then qualify as a governmental unit under section 170(c)(1) of the Code or as an organization exempt from federal income tax under section 501(a) of the Code as an organization described in section 501(c)(3) thereof; and/or

(b) an organization or organizations having similar purposes as the Corporation and which may be selected as appropriate recipient(s) of such assets by the Board of Directors, as long as such organization or each of such organizations shall then qualify as a governmental unit under section 170(c)(1) of the Code or as an organization exempt from federal income tax under section 501(a) of the Code as an organization described in section 501(c)(3) thereof.

**ARTICLE X**  
**Adoption by Board of Directors**

This Amended and Restated Articles of Incorporation was adopted on December 15, 2021 by the written consent of all of the Members and Directors of the Corporation. The number of Member consents required for the amendment was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation the 15th day of December, 2021.

  
\_\_\_\_\_  
Tedrick C. Em, Secretary

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**REGISTERED AGENT ACCEPTANCE**

Having been named as registered agent and to accept service of process for the above stated not for profit corporation at the address designated in this certificate, 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.

HIGHTOWER LAW FIRM



12/21/2021  
Dated

By: \_\_\_\_\_  
David E. Hightower

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