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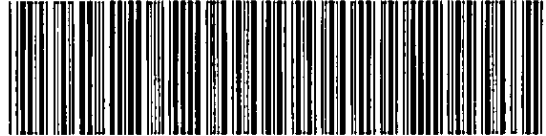
(Business Entity Name)

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
22 OCT 21 AM 10:15

J DENNIS
OCT 25 2021

COVER LETTER

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

SUBJECT: The Village Closet, 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: Ciarra Henley
Name (Printed or typed)

5017 Camellia Ave.
Address

Crestview, FL 32539
City, State & Zip

850-612-6329
Daytime Telephone number

Ciarra-Henley@yahoo.com
E-mail address: (to be used for future annual report notification)

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

August 20, 2021

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

Re: The Village Closet, Inc.

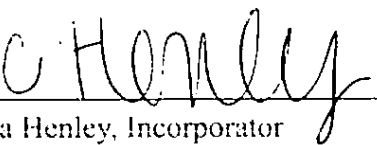
To Whom It May Concern:

We are submitting our Articles of Incorporation for The Village Closet, Inc. Once these Articles have been approved please send to the following address:

Ciarra Henley
5017 Camellia Avenue
Crestview, FL 32539

The contact phone number is 850-612-6329. Thank you for your assistance in this matter.

Sincerely,


Ciarra Henley, Incorporator

Articles of Incorporation

The Village Closet, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
22 OCT 21 AM 10:15

THE UNDERSIGNED, each with the capacity to contract, hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a corporation not for profit under and by virtue of the laws of the State of Florida.

Article 1 Name

The name of this corporation shall be The Village Closet, Inc.

Article 2 Type Of Corporation And Purpose

The corporation is organized pursuant to the Florida Nonprofit Corporation Code. The specific purpose for which the corporation is initially organized is to provide support for foster parents by providing items they need to care for the foster children in their homes; such as clothing, diapers, cribs, etc., suitable or convenient for the accomplishment of that purpose, or which are incidental thereto or connected therewith which are consistent with Section 501 (c)(3) of the Internal Revenue Code. This corporation is organized and operated exclusively for educational, charitable, and/or religious purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or to any corresponding provision of any future federal tax law.

Article 3 Members

This corporation shall not have members.

Article 4 Term And Dissolution

The date of commencement of corporate existence shall be when these Articles have been filed with the Secretary of State and approved by it and the respective filing fee has been paid; the term for which the corporation is to exist shall be perpetual. In the event of dissolution of the 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 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 disposed of shall be disposed of by the Court of Common

Pleas of the county in which the principal office of the organization 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 5 Supplemental Provisions/Information

No part of the net earning of the organization shall ever inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause 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 organization 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.

Notwithstanding any other provision of these Articles, this organization shall not carry on any activities not permitted to be carried on by (i) an organization exempt from Federal Income Tax under Section 501(C)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law or (ii) by an organization, 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 Registered Agent And Registered Office

The name of the Registered Agent of the corporation is Ciarra Henley, and the street address of the Registered Office of this corporation is 5017 Camellia Avenue Crestview, FL 32539.

Article 7 Incorporator

The names and residence addresses of the Incorporator is as follows:

Ciarra Henley
5017 Camellia Avenue
Crestview, FL 32539

Article 8 Principal Mailing Address

The principal mailing address of the corporation is 5017 Camellia Avenue Crestview, FL 32539.

Article 9 Directors

The management of the affairs of the corporation is vested in the board of directors. The number of directors constituting the initial board of directors and the names and addresses of the persons who are to serve as directors until the first annual meeting of members or until their successors are elected and qualified are as follows:

Ciarra Henley
5017 Camellia Avenue
Crestview, FL 32539

Heather Murphy
102 Kipling Drive
Crestview, FL 32539

Coralys McBride
6120 Burbank Court
Crestview, FL 32536

April Hight
2234 Titanium Drive
Crestview, FL 32536

Article 10 Bylaws

The first bylaws of the corporation shall be adopted by the board of directors and may be amended, altered or rescinded by the board of directors in the manner provided by such bylaws.

Article 11 Amendments To Articles Of Incorporation

These Articles of Incorporation may be amended in the manner provided by statute or in the following manner:

Every amendment shall be approved by a majority vote of the Board of Directors.

Article 12 Limitation of Liability

A director of the Corporation shall not be liable to the Corporation for monetary damages for an act or omission in the director's capacity as a director, except that this article does not authorize the elimination or limitation of the liability of a director to the extent the director is found liable for:

- A. A breach of the director's duty of loyalty to the Corporation;
- B. An act or omission not in good faith that constitutes a breach of the duty of the director to the Corporation or an act of omission that involves intentional misconduct, or a knowing violation of the law;

- C. A transaction from which the director received an improper benefit, whether or not the benefit resulted from an action taken within the scope of the director's offices; or
- D. An act of omission for which the liability of a director is expressly provided by an applicable statute.

Article 13 Indemnification

The corporation does indemnify any directors, officers, employees, incorporators, and members of the corporation from any liability regarding the corporation and the affairs of the corporation, unless the person fraudulently and intentionally violated the law and/or maliciously conducted acts to damage and/or defraud the corporation, or as otherwise provided under applicable statute.

The undersigned affirms that the person designated as registered agent has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized to execute the filing instrument.

C Henley 8 27 21
Ciarra Henley, Incorporator Date

NOTARY

On this 27 day of August, 20 21, before me,
personally appeared Ciarra Henley, to me known
to be the person described in and who executed the foregoing instrument, and acknowledged
that he executed it as his free act and deed.

Kim Anderson
Notary Signature



Kim Anderson
Notary Printed Name and Number