

N22000003398

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

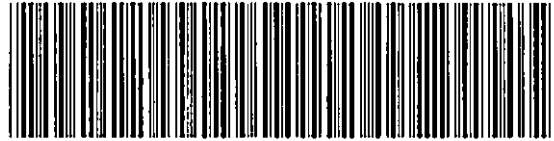
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



900384849539

04/05/22--01041--020 **70.00

RECEIVED

FILED

2022 APR -5 PM 2:14

2022 APR -5 PM 12:06

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECRETARY OF STATE
TALLAHASSEE, FL

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

MUG & PENCIL, INC.

Signature _____

Requested by: SETH

04/05/22

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

____ Art of Inc. File _____

____ LTD Partnership File _____

____ Foreign Corp. File _____

____ L.C. File _____

____ Fictitious Name File _____

____ Trade/Service Mark _____

____ Merger File _____

____ Art. of Amend. File _____

____ RA Resignation _____

____ Dissolution / Withdrawal _____

____ Annual Report / Reinstatement _____

____ Cert. Copy _____

____ Photo Copy _____

____ Certificate of Good Standing _____

____ Certificate of Status _____

____ Certificate of Fictitious Name _____

____ Corp Record Search _____

____ Officer Search _____

____ Fictitious Search _____

____ Fictitious Owner Search _____

____ Vehicle Search _____

____ Driving Record _____

____ UCC 1 or 3 File _____

____ UCC 11 Search _____

____ UCC 11 Retrieval _____

____ Courier _____

**ARTICLES OF INCORPORATION
OF
MUG & PENCIL, INC.**

FILED
2022 APR -5 PM 12: 06
SECRETARY OF STATE
TALLAHASSEE, FL

**ARTICLE I
CORPORATE NAME**

The name of this corporation is **MUG & PENCIL, INC.**

**ARTICLE II
CORPORATE NATURE**

This is a not-for-profit corporation organized pursuant to the provisions of Chapter 617, Florida Statutes (2022).

**ARTICLE III
DURATION**

The corporation shall exist perpetually.

**ARTICLE IV
PURPOSE**

The corporation is formed for charitable purposes to nourish the human creative and artistic spirit through intentional community.

(1) This corporation is authorized to receive and maintain real or personal property, or both, and, subject to the restrictions and limitations set forth below, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code and regulations issued pursuant thereto as now exist or as may hereafter be amended or adopted (the "Code"). Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(3) of the Code, or by an organization contributions to which are deductible under Section 170(c)(2) of the Code.

(2) No substantial part of the activities of the corporation shall include the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office, at any time.

(3) The corporation shall distribute its income, if any, for each taxable year at such time and in such manner as not to become subject to tax on undistributed income under Section 4942 of the Code.

(4) The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Code.

(5) The corporation shall not retain any excess business holdings as defined in Section 4949(c) of the Code.

(6) The corporation shall not make any investments in such a manner as to subject it to tax under Section 4944 of the Code.

(7) The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Code.

In furtherance of its purposes, the corporation shall have all of the corporate powers enumerated in Section 617.0302, Florida Statutes (2022), as such statute may be amended from time to time.

ARTICLE V **VOTING POWER**

This corporation shall not have a membership distinct from the board of directors. The authorized number and qualification for the members of the corporation, the manner of their admission, the different classes of membership, if any, to property, voting, and other rights and privileges of members, and their liability for dues and assessments and the method of collecting dues and assessments shall be as regulated in the bylaws.

ARTICLE VI **MANAGEMENT OF CORPORATE AFFAIRS**

The powers of this corporation shall be exercised, its properties controlled and its affairs conducted by a Board of Directors consisting of at five (5) and not more than eleven (11) persons. The initial number of directors of the corporation shall be six (6) persons;

provided, however, that such number may be increased at any time by resolution duly adopted by the Board. The method of election of the Directors shall be as provided in the bylaws of this corporation. The name and address of the initial director of the corporation is:

PATRICK H. LOCKWOOD

694 Lake Otis Dr., S.E.
Winter Haven, FL 33880

Any action required or permitted to be taken by the Board of Directors under any provision or law may be taken without a meeting if all of the members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board and shall be effective when the last director signs such consent, unless the consent specifies a different effective date. Any such action by written consent shall have the same force and effect as if taken by a vote of directors at a meeting.

ARTICLE VII

WORKING AND ADVISORY BOARDS

The Board of Directors may appoint a Working Board of Directors and an Advisory Board of Directors which will consist of all sectors of the community and whose membership has a heart for the charitable efforts of the Corporation. Any non-voting Boards will advise and engage in programs, initiatives, and other efforts at the direction of the Board of Directors to engage the community for the purpose of enhancing and nurturing the artistic, literary, and creative spirit of persons through "intentional community" programs and events.

ARTICLE VIII

DISTRIBUTION OF ASSETS

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation set forth in Article IV, in such manner, and to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of at the direction of the Chief Judge of the Circuit Court in and for Polk County, Florida, exclusively for such purposes and to such organization or organizations.

ARTICLE IX
DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to promoting the purposes set forth in Article IV above, and no part of the net income or assets of this corporation shall inure to the benefit of any director or officer thereof, or to for the benefit of any private individual.

ARTICLE X
REGISTERED AGENT AND OFFICE

The address of the corporation's initial principal office is 694 Lake Otis Dr. S.E., Winter Haven, Florida 33880 and its registered agent office address shall be 694 Lake Otis Dr. S.E., Winter Haven, Florida 33880 and the name of its registered agent at said address shall be PATRICK H. LOCKWOOD.

ARTICLE XI
AMENDMENT OF ARTICLES

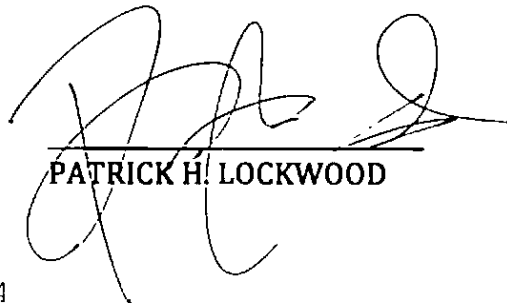
Amendments to these Articles of Incorporation may be made at any time in accordance with the Bylaws and by a resolution duly adopted by the Board of Directors.

ARTICLE XII
INCORPORATOR

The name and the street address of the incorporator of these Articles of Incorporation are:

PATRICK H. LOCKWOOD
694 Lake Otis Dr. S.E.
Winter Haven, Florida 33880

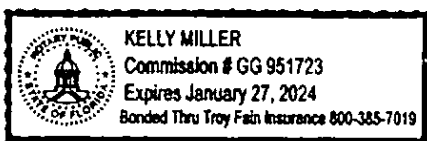
The undersigned incorporator has executed these Articles of Incorporation this 9 day of March, 2022.


PATRICK H. LOCKWOOD

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 9th day of march 2022, by **PATRICK H. LOCKWOOD**, who is personally known to me or produced a Florida driver's license as identification.

(SEAL)



Kelly Miller
NOTARY PUBLIC

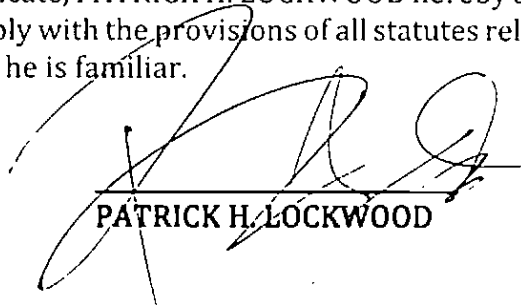
Kelly Miller
Print Name of Notary
My Commission Expires:

**CERTIFICATE DESIGNATING REGISTERED
AGENT AND OFFICE**

Pursuant to the provisions of Sections 607.0501 and 617.0501, Florida Statutes (2011), the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent, in the State of Florida:

That MUG & PENCIL, INC., desiring to organize and qualify as a not-for-profit corporation under the laws of the State of Florida, with its initial registered office at 694 Lake Otis Dr. S.E., Winter Haven, Florida 33880, has named PATRICK H. LOCKWOOD, located at 141 5th Street, N.W., Winter Haven, Florida 33881, as its Registered Agent to accept service of process within the State of Florida; and

That, having been named to accept service of process for the above-named corporation, at the place designated in this Certificate, PATRICK H. LOCKWOOD hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper performance of his duties, of which he is familiar.

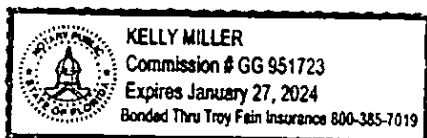

PATRICK H. LOCKWOOD

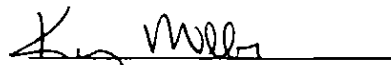
FILED
2022 APR -5 PM 12:06
SECRETARY OF STATE
TALLAHASSEE, FL

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 9th day of March, 2022, by **PATRICK H. LOCKWOOD**, who is personally known to me or produced a Florida driver's license as identification.

(SEAL)




NOTARY PUBLIC
My Commission Expires: