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June 14, 2022

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, Florida 32314-6327

RE: Little Sunshine Pantries, Inc. (Doc. No. N22000006036)

Enclosed please find Restated Articles of Incorporation of Little Sunshine Pantries, Inc., and check number 2635 in the amount of \$35.00 in payment of the filing fee.

Please do not hesitate to call if you have any questions and thank you in advance for your attention to this matter.

Sincerely,

Eric S. Haug

Enclosures

RESTATED ARTICLES OF INCORPORATION OF LITTLE SUNSHINE PANTRIES, INC.

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Little Sunshine Pantries, Inc., was incorporated on June 1, 2022, pursuant to the Florida Not For Profit Corporation Act. In accordance with Sections 617.1002 and 617.1007 of the Florida Not For Profit Corporation Act, and pursuant to a resolution duly adopted by its Board of Directors on June 11, 2022, Little Sunshine Pantries, Inc., hereby adopts these Restated Articles of Incorporation. The corporation's Board of Directors by an affirmative vote of the majority of the directors thereof approved this restatement in the manner set forth in the Articles of Incorporation and Florida law. These Restated Articles of Incorporation supersede the original Articles of Incorporation and all amendments to such Articles. There are no members entitled to vote on the adoption of these Restated Articles of Incorporation.

ARTICLE 1 - Name

The name of this corporation is: Little Sunshine Pantries, Inc.

ARTICLE II - Initial Principal Office

The street and mailing address of the initial principal office of the corporation is:

631 West 8th Avenue, Tallahassee, Florida 32303

ARTICLE III - Purpose

This Corporation is organized as a corporation not for profit under Chapter 617, Florida Statutes, and shall be operated exclusively for charitable, scientific and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future United States Internal Revenue Law), specially including the following:

- 1. Provide emergency and supplemental food to all persons requesting food assistance;
- 2. Enlist the support and participation of local business groups, churches, private and civic service organizations, state and local food agencies, foundations, and private citizens to help ensure that local families and individuals have access to emergency and supplemental food;
- 3. To serve families and individuals requesting food assistance in Tallahassee and surrounding communities in Leon County, Florida.
- 4. To invest in, receive, hold, use and dispose of all property, real or personal, that may be necessary or desirable to carry into effect the aforementioned purposes; and
- 5. All other legal powers permitted a nonprofit corporation.

The Corporation shall transact any and all lawful business for which corporations may be incorporated under the Florida Not for Profit Corporation Act and distribute the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary or educational purposes, either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto, as they now exist or as they may hereafter be amended.

No part of the earnings of the Corporation shall inure to the benefit of any director or officer of the Corporation, or to any other person (except that the Corporation may pay reasonable compensation for services rendered to or on behalf of the Corporation and make other payments and distributions in furtherance of one or more of its purposes), and no director or officer of the Corporation, or any other person shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. The Corporation shall pay no dividends.

No substantial part of the activities of the Corporation shall be 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.

The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and said Regulations as they now exist or as they may hereafter be amended.

ARTICLE IV – Initial Directors/Officers

The names, addresses and titles of the initial Directors/Officers are as follows:

Nathan Pugh, Director, President 631 West 8th Avenue Tallahassee, Florida 32303

Ashley Pugh, Director, Vice President and Secretary 631 West 8th Avenue Tallahassee, Florida 32303

John R. Forstall, Director 1903 Gibbs Drive Tallahassee, Florida 32303

Janell Gushlaw, Director 3321 Wildwood Trail Tallahassee, Florida 32312

Eric Haug, Director 5383 Paddington Drive Tallahassee, Florida 32309

ARTICLE V - Manner of Election of Directors and Officers

The Directors shall be elected as provide for in the Bylaws.

ARTICLE VI – Term of Existence

The effective date upon which the Corporation came into existence was June 1, 2022, and the effective date of these Restated Articles of Incorporation shall be the date of filing, and it shall exist perpetually thereafter unless dissolved according to law.

ARTICLE VII - Powers

This Corporation shall have all powers conferred upon nonstock, not-for-profit Corporations organized under Chapter 617 of the Florida Statutes and any successor provisions thereto now enacted or hereafter amended but shall exercise such powers only in fulfillment of its above-stated purposes.

ARTICLE VIII - Bylaws

The Bylaws of the corporation may be adopted by the Incorporator and altered, amended or repealed, and new and other Bylaws may be made and adopted, in accordance with such Bylaws.

ARTICLE IX - Amendments

Amendments to these Articles of Incorporation may be made and adopted in accordance with the Bylaws.

ARTICLE X - Registered Agent and Registered Office

The name and street address of the initial registered office of the corporation is: Nathan Pugh, 631 West 8th Avenue, Tallahassee, Florida 32303

<u>ARTICLE XI – Adoption</u>

These Restated Articles of Incorporation were adopted on June 11, 2022, by the Board of Directors of the Corporation.

ARTICLE XII - No Members

There are no members or members entitled to vote on the amendments. This Amendment and Restated Articles of Incorporation was adopted by the Board of Directors.

ARTICLE XIII - DISSOLUTION

Upon the dissolution of this organization, 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.

Upon the dissolution of the Corporation, the assets of the Corporation shall be disposed exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational or religious purposes, as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law). Any such assets not so disposed of shall be disposed of by the court having proper jurisdiction in the county where 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.

THE UNDERSIGNED has executed these Restated Articles of Incorporation this 11th day of June, 2022.

Ashley Pagh, Secretary

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the abovestated corporation at the place 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.

Dated: June 11, 2022.

Nathan Pugh
Nathan Pugh
631 West 8th Avenue

Tallahassee, Florida 32303