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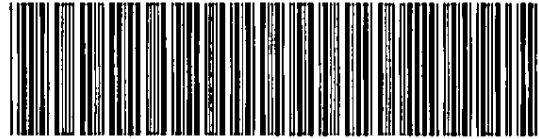
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HL

MAMONE VILLALON

September 8, 2022

Department of State
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, Florida 32303

RE: Filing of Not for Profit Articles of Incorporation

To whom it may concern:

Mamone Villalon PLLC represents Free Grocery Store Inc. Together with this correspondence you will find original Articles of Incorporation for Free Grocery Store Inc. a copy of these articles of incorporation, the cover sheet from the Division of Corporation's website, and a check for \$70.00.

Please let me know if you need any additional information regarding this filing.

Regards,

By: /s/ Ramsey Villalon
Ramsey Villalon, Esq.
ramsey@mvlawpllc.com

COVER LETTER

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

SUBJECT: Free Grocery Store 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: Mamone Villalon PLLC c/o Ramsey Villalon

Name (Printed or typed)

75 Valencia Avenue, Suite 300

Address

Coral Gables, Florida 33134

City, State & Zip

305 299-9290

Daytime Telephone number

ramsey@mvlawpllc.com

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

**ARTICLES OF INCORPORATION
OF
FREE GROCERY STORE, INC.**

In compliance with the requirements of the Florida Not For Profit Corporations Act, as amended from time to time, the undersigned hereby acts as an incorporator in adopting and filing these Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation shall be FREE GROCERY STORE, INC. (the "Corporation").

ARTICLE II: INITIAL PRINCIPAL OFFICE

The street and mailing address of the initial principal office of the Corporation is 2525 Ponce de Leon Blvd., Suite 300 Miami, Florida 33134.

ARTICLE III: PURPOSE

The purpose and mission of Free Grocery Store, Inc., (the "Corporation") is exclusively charitable, as defined and used in Section 501(c)(3) of the Internal Revenue Code of 1986, and shall be limited to the operation and maintenance of public not-for-profit. The purposes for which the corporation is formed and for which it shall exist is to combat food insecurity for all persons, but particularly for those who are elderly, sick, disabled, infirmed, indigent, poor, unemployed, working poor, immigrants, and homeless and those that otherwise lack access to safe, nutritious food by; collecting contributions from individuals, businesses, community organizations, and donors; making food accessible via food pantries; providing food delivery services; operating community gardens; and providing education regarding food nutrition.

All purposes of the corporation as stated in these Articles of Incorporation, the corporation's bylaws, or elsewhere shall be limited exclusively to charitable, 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law)

Operating exclusively for a charitable purpose within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, in the course of its operations no part of the net earnings of the Corporation may be used, distributed or otherwise inure to the benefit of any private shareholders, founders, creators, individuals, directors, officers or other persons, or the families of these individuals, except that the Corporation shall be authorized and empower to pay reasonable compensation or salaries for services rendered by such individual and to make payments in furtherance of the purpose of the Corporation.

Additionally, operating exclusively for a charitable purpose within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, in the course of its operations the Corporation shall not carry on propaganda, attempt to influence legislation, or intervene in any political

campaign for or against any candidate for public office unless authorized under the Internal Revenue Code of 1986.

ARTICLE IV: APPOINTMENT OF DIRECTORS

The manner in which the directors are elected and appointed shall be as set forth in the Bylaws.

ARTICLE V: MEMEBERS, INITIAL DIRECTORS, & OFFICERS

The initial board of directors of the Corporation shall consist of four (4) members. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. Officers shall be appointed by the Board of Directors in accordance with the Bylaws of the Corporation. The names, titles, and addresses of the individuals who will serve on the initial board of directors and/or officers are:

Renz S. Torres
Chairperson of the Board of Directors and Director
1007 NE First Ave
Gainesville, FL 32601

Alfredo Morales
Director and President
236 SW 2nd St
Gainesville, FL 32601

Michael Ruiz
Director and Secretary
3552 SW 30th Way, #142
Gainesville, FL 32608

Miranda C. Martin
Director and Treasurer
2362 SW 42nd Way #162
Gainesville, FL 32607

ARTICLE VI: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 75 Valencia Avenue, Suite 300, Coral Gables, Florida 33134. The name of the initial registered agent of the Corporation at that office is Ramsey Villalon.

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CLERK OF CIRCUIT COURT

ARTICLE VII: INCORPORATOR

The name and street address of the Corporation's incorporator is:

Mamone Villalon PLLC
c/o Ramsey Villalon
75 Valencia Avenue
Suite 300
Coral Gables, Florida 33134

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DALLAS COUNTY, FLORIDA

ARTICLE VIII: EFFECTIVE DATE AND TIME

The effective date and time of these Articles of Incorporation shall be the date and time that these Articles of Incorporation are filed with Florida Department of State, Division of Corporations.

ARTICLE IX: BYLAWS

The Directors of the Corporation shall adopt Bylaws for this Corporation which they may, from time to time, modify, alter, amend or rescind by a majority of the then voting members of the Board of Directors.

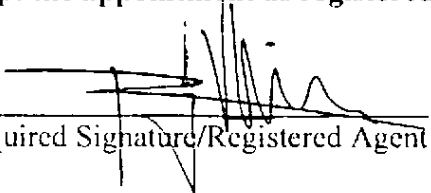
ARTICLE X: TERM

The Corporation shall have a perpetual existence unless dissolved pursuant to the laws of the State of Florida.

ARTICLE XI: DISSOLUTION

In the event of the dissolution of the Corporation, the Board of Directors shall, after making the provision for the payment of liabilities as required by Chapter 617, Florida Statutes, distribute the assets of the Corporation to an organization or not-for-profit corporation existing and qualified under Section 501(c)(3) of the Internal Revenue Code of 1986 which is operated exclusively for the charitable purpose of providing food to combat food insecurity for all persons, but particularly for those who are elderly, sick, disabled, infirmed, indigent, poor, unemployed, working poor, immigrants, and homeless and those that otherwise lack access to safe, nutritious food by; collecting contributions from individuals, businesses, community organizations, and donors; making food accessible via food pantries; providing food delivery services; operating community gardens; providing education regarding food nutrition.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Required Signature/Registered Agent

9/8/2022
Date

I submit these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Florida Department of State constitutes a third degree felony as provided for in Section 817.155 of the Florida Statutes.


Required Signature/Incorporator

9/8/2022
Date

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TALLAHASSEE, FLORIDA