

N23000006132

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

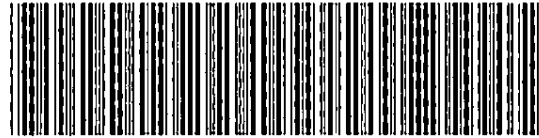
(Document Number)

Certified Copies \_\_\_\_\_

Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



900413368109

Restated Articles

FILED  
2023 AUG 11 AM 9:02  
CLERK OF COURT  
STATE OF FLORIDA

RECEIVED  
2023 AUG -8 PM 4:49  
DIRECTOR'S OFFICE  
CORPORATION & REGISTRATIONS  
TALLAHASSEE, FLORIDA

A. RAMSEY  
AUG 14 2023

✓ 02250, 01048, 00671

FLORIDA CAPITAL COURIER SERVICES, INC

2330 CLARE DRIVE

TALLAHASSEE, FL 32309

(850) 524-5437

(850) 524-6243

Please use funds from this account: I20210000160: \$35.00

Authorization Signature: \_\_\_\_\_:



8:18 CHARITIES, INC.

BUSINESS NAME \_\_\_\_\_

DOCUMENT # \_\_\_\_\_

\_\_\_ Certified Copy

\_\_\_ Certificate of Status

**NEW FILINGS**

- \_\_\_ Profit Corp
- \_\_\_ Not for Profit
- \_\_\_ Limited Liability
- \_\_\_ Domestication
- \_\_\_ Other
- \_\_\_ CORP
- \_\_\_ LLLP

**Incorporation**

**AMMENDMENTS**

- \_\_\_ Amendment
- \_\_\_ Resignation of R.A. Officer/Director
- \_\_\_ Change of Registered Agent
- \_\_\_ Revocation of Dissolution
- \_\_\_ Merger
- \_\_\_ Articles of Conversion

**X\_ Restated Articles of**

\_\_\_ Statement of Authority

**OTHER FILINGS**

- \_\_\_ Annual Report
- \_\_\_ Fictitious Name
- \_\_\_ APOSTILLE
- \_\_\_ Country

EXAMINER'S INITIALS: \_\_\_\_\_

**REGISTRATION/QUALIFICATIONS**

- \_\_\_ Foreign filing
- \_\_\_ Qualification for LLP
- \_\_\_ Reinstatement
- \_\_\_ Other

## COVER LETTER

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

SUBJECT: 8:18 CHARITIES, INC.

CORPORATE NAME

Enclosed are an original and one (1) copy of the restated articles of incorporation and a check for:

☒ \$35.00      ☐ \$43.75  
Filing Fee      Filing Fee  
                    & Certificate of Status

☐ \$43.75      ☐ \$52.50  
Filing Fee      Filing Fee,  
& Certified Copy      Certified Copy  
                                    & Certificate of  
                                    Status

**ADDITIONAL COPY REQUIRED**

FROM: Luca Di Nunzio

Name (Printed or typed)

10181 Six Mile Cypress Pkwy Ste C

Address

Fort Myers, FL 33966

City, State & Zip

239-418-0169

Daytime Telephone number

support@dlfregisteredagent.com

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

**NOTE: Please provide the original and one copy of the document.**



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

August 9, 2023

FLORIDA CAPITAL COURIER SERVICES, INC.

TALLAHASSEE, FL 32309

SUBJECT: 8:18 CHARITIES, INC.  
Ref. Number: N23000006132

We have received your document for 8:18 CHARITIES, INC. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

A certificate must accompany the Restated Articles of Incorporation setting forth one of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendments requiring member approval; OR (2) If the restatement contains an amendment requiring member approval, the date of adoption of the amendment by the members and a statement that the number of votes cast for the amendment was sufficient for approval.

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.

Annette Ramsey  
OPS

Letter Number: 023A00018028

RECEIVED  
2023 AUG 11 PM 3:21  
TALLAHASSEE, FLORIDA  
DIVISION OF CORPORATIONS  
FLORIDA DEPARTMENT OF STATE

## **RESTATED ARTICLES OF INCORPORATION**

### **8:18 CHARITIES, INC. A NON-PROFIT CORPORATION**

#### **ARTICLE ONE NAME**

The name of the nonprofit corporation is 8:18 Charities, Inc.

#### **ARTICLE TWO REGISTERED AGENT AND OFFICE**

The name of the registered agent and registered office in the State of Florida are:

DLF Registered Agent Service, LLC  
10181 Six Mile Cypress Pkwy Ste C  
Fort Myers, Florida 33966

#### **ARTICLE THREE NAME AND ADDRESS OF THE INCORPORATOR**

The name and residence of the Incorporator is:

Name:

Christopher V. Wooldridge

Address:

1542 Rio de Janeiro Ave  
Punta Gorda, Florida 33983

#### **ARTICLE FOUR DURATION**

The nonprofit corporation's duration is perpetual unless dissolved pursuant to law.

FILED  
2023 AUG 11 AM 9:02  
CLERK OF CIRCUIT COURT  
IN AND FOR THE COUNTY OF  
LEE, FLORIDA

## **ARTICLE FIVE PURPOSES**

The nonprofit corporation is organized and will be operated exclusively for general religious, charitable, and educational purposes as set forth in Internal Revenue Code Section 501(c)(3) including, for these purposes, making distributions to organizations that qualify as exempt organizations under Internal Revenue Code Section 501(c)(3).

## **ARTICLE SIX MISSION, VISION, AND PURPOSE STATEMENT**

The nonprofit corporation's mission, vision, and purpose statement is:

a Christian charity that deploys time, talent, treasure, and influence to spread care and compassion throughout its community, in memory and in the spirit of Jesus Christ and his message on earth.

The nonprofit accomplishes its mission by:

1. Donating work, money, and care to meet the needs of individuals or established charities in its community.
2. Utilizing time and talents to build neighborhoods, relationships, and a supportive spirit among residents.
3. Sharing, through its actions, the spirit, love, and care that Jesus has for all individuals.
4. Donating housing supplies, repair assistance, and other expertise to help those in need.

## **ARTICLE SEVEN DISSOLUTION**

When the nonprofit corporation dissolves, the Board of Directors will, after paying or making provision for the payment of all liabilities of the corporation, distribute all corporation assets to one or more organizations organized and operated exclusively for religious, charitable, and educational purposes that are, at that time, qualified as exempt organizations under Internal Revenue Code Section 501(c)(3).

If any assets are not distributed under the preceding paragraph, the court of appropriate jurisdiction for the county in which the principal office of the corporation is then located, will dispose of those assets exclusively for religious, charitable, and educational purposes or to one or more organizations that are, at that time, qualified as exempt organizations under Internal Revenue Code Section 501(c)(3), as the court determines.

## **ARTICLE EIGHT RESTRICTIONS**

No part of the net earnings or assets of the nonprofit corporation will inure to the benefit of, or be distributable to, its directors, officers or any other private persons. But the nonprofit corporation may pay reasonable compensation for services provided and make payments and distributions in furtherance of the purposes set forth in the Articles of Incorporation.

No part of the activities of the nonprofit corporation may include propagandizing or influencing legislation as defined in Internal Revenue Code Section 4945. The nonprofit corporation may not participate in, or intervene in (including the publishing or distributions of statements), any political campaign on behalf of any candidate for public office.

The nonprofit corporation may not exercise any power or engage directly or indirectly in any activity that would invalidate its status as a corporation exempt from federal income taxation:

- as a corporation exempt from federal tax under Internal Revenue Code Section 501(c)(3);
- as a corporation contributions to which are deductible under Internal Revenue Code Section 170(c)(2); or
- as a nonprofit corporation organized under the laws of State of Florida.

The nonprofit corporation must distribute its income for each tax year at a time and in a manner to avoid the tax on undistributed income imposed by Internal Revenue Code Section 4942. Furthermore, the nonprofit corporation must not:

- engage in any act of self-dealing as defined under Internal Revenue Code Section 4941(d);
- retain any excess business holdings as defined under Internal Revenue Code Section 4943(c);
- make any investments in a manner that would subject it to tax under Internal Revenue Code Section 4944; or
- make any taxable expenditures as defined under Internal Revenue Code Section 4945(d).

## **ARTICLE NINE BOARD OF DIRECTORS**

The nonprofit corporation is organized on a non-stock basis and will have no members. The Board of Directors will have authority for all affairs of the nonprofit corporation and may exercise all powers of the nonprofit corporation as permitted by federal law, state law, and the Articles of Incorporation and By-Laws of the nonprofit corporation as in effect from time to time.

The number of directors to constitute the first Board of Directors is five. After this initial Board of Directors is organized, it may change the number of directors in the manner provided in the By-Laws and consistent with the laws of the State of Florida.

The initial members of the Board of Directors are:

**Justen E. Coleman**  
1542 Rio de Janeiro Ave

Punta Gorda, Florida 33983

**Christopher V. Wooldridge**

1542 Rio de Janeiro Ave

Punta Gorda, Florida 33983

**Melissa L. Coleman**

1542 Rio de Janeiro Ave

Punta Gorda, Florida 33983

**Stacey K. Mitchell**

1542 Rio de Janeiro Ave

Punta Gorda, Florida 33983

**Kevin J. Mitchell**

1542 Rio de Janeiro Ave

Punta Gorda, Florida 33983

#### **ARTICLE TEN BY-LAWS**

In furtherance and not in limitation of the powers conferred upon the Board of Directors by law, the Board of Directors may adopt, amend, and repeal from time to time, the By-Laws of the nonprofit corporation.

#### **ARTICLE ELEVEN AMENDMENTS**

The nonprofit corporation may amend the Articles of Incorporation in the manner provided by the laws of the State of Florida. But no amendment may authorize the Board of Directors to conduct the affairs of the nonprofit corporation in any manner or for any purpose contrary to the provisions of Internal Revenue Code Section 501(c)(3).

#### **ARTICLE TWELVE MISCELLANEOUS**

All general or specific references to the Internal Revenue Code are to the Internal Revenue Code of 1986 as now in force or later amended, or the corresponding provision of any future federal revenue law. Similarly, any general or specific references to the laws of the State of Florida are to the laws of the State of Florida as now in force or later amended.



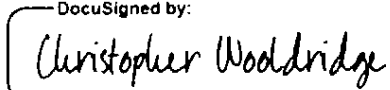
**ARTICLE THIRTEEN  
REQUIRED ADOPTION INFORMATION**

These restated articles of incorporation were adopted by the Board of Directors, and do not contain any amendments requiring member approval.

*Continued on following page.*

*I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.*

DocuSigned by:



30A4DC84FEE54B6

Christopher V. Wooldridge, Vice President

Date: 8/7/2023