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From:

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FLORIDA PROFIT/NON PROFIT CORPORATION

Taste of Immokalee, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	05
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Corporate Filing Menu

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**ARTICLES OF INCORPORATION
OF
TASTE OF IMMOKALEE, INC.**

The undersigned Incorporator in accordance with §607.604 of the Florida Statutes elects to form a Benefit Corporation under Part III of the Florida Business Corporation Act.

**ARTICLE I
NAME**

The name of the corporation is **Taste of Immokalee, Inc.**

**ARTICLE II
ELECTION OF BENEFIT CORPORATION STATUS**

Taste of Immokalee, Inc. ("Corporation"), hereby elects to be treated as a Benefit Corporation under Part III of Chapter 607 of the Florida Statutes.

**ARTICLE III
Principal Office and Mailing Address**

The principal office and mailing address of the corporation are:

9132 Strada Place, Fourth Floor
Naples, Florida 34109

**ARTICLE IV
CAPITAL STOCK**

The Corporation is authorized to issue:

A. A single class of voting common stock consisting of up to Ten Thousand (10,000) shares of no par value common stock.

B. A single class of voting cumulative preferred stock consisting of Ten Thousand (10,000) shares par value One Hundred Dollars (\$100.00).

The remaining provisions associated with the shares shall be as set forth in the Bylaws.

**ARTICLE V
CORPORATE PURPOSES**

A. The Corporation is authorized to transact all lawful business as permitted under Florida law. In carrying out its activities the Corporation shall at all times while it is a Benefit Corporation have a stated General Public Benefit Purpose and one or more stated Specific Public Benefits.

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B. General Public Benefit Purpose. The General Public Benefit Purpose of the Corporation is to assist disadvantaged youth in rural Collier County to develop the skills necessary to create businesses, develop and market products, raise capital and ultimately become owners of their own businesses and creators of employment opportunities in their community.

C. Specific Public Benefit Purposes. The Specific Benefit Purposes of the Corporation are to

(1) promote economic opportunity for individuals beyond the creation of jobs in the normal course of business; by providing disadvantaged youth in rural Collier County with the education, mentor and consultant resources, experience and capital necessary to create and develop new products, take them to state, regional or national markets and ultimately take over there business segments and employ members of the community.

(2) Increase the flow of capital to entities that have as their stated purpose the provision of a similar benefits to the Southwest Florida Community.

ARTICLE VI **DIRECTORS**

The corporation shall have no fewer than three (3) and no more than Nine (9) Directors who shall be elected annually in accordance with the Bylaws. In addition to the Standards of Conduct applicable to Directors under §607.0830, the Directors of the Corporation (including Benefits Directors) shall be subject to the provisions of §607.607.

ARTICLE VII **BENEFIT DIRECTORS**

The Corporation shall at least one and no more than three (3) Benefit Directors who shall be separately appointed and elected by the Shareholders as provided in the Bylaws. The Benefit Directors shall be voting members of the Board of Directors .

The Benefit Directors as provided in Part III of Chapter 607 and the Bylaws shall prepare and the Corporation shall include in an annual report to shareholders an annual benefit report as required by §607.612. The Benefit Directors shall provide an opinion in the report to shareholders as required by §607.608.

ARTICLE VIII **PROHIBITIONS**

No shareholder of this Corporation shall be entitled to pre-emptive rights.

No shareholder of this Corporation shall be entitled to cumulative voting.

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ARTICLE IX
REGISTERED OFFICE AND AGENT

The address of the initial registered office of the corporation is:

9132 Strada Place, Fourth Floor
Naples, Florida 34108

The Registered Agent at that address is:

Salvatori, Wood, Buckel, Carmichael and Lottes

ARTICLE X
INCORPORATOR

The name and address of the sole incorporator is:

Kevin Carmichael
Salvatori Wood Buckel Carmichael and Lottes
9132 Strada Place, Fourth Floor
Naples, Florida 34108

ARTICLE XI
AMENDMENT

These Articles of Incorporation may not be revised, amended or repealed except with the consent of no less than Two-Thirds (2/3rds) of the voting Shareholders of the Corporation.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation at Naples, Florida on the 13th day of November, 2014.

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.



Kevin Carmichael, Incorporator

Page 3 of 4
(((H14000264516 3)))

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14 NOV 13 PM 12:12
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**CERTIFICATE OF ACCEPTANCE OF
DESIGNATED REGISTERED AGENT AND REGISTERED OFFICE**

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity all on the 13th day of November 2014.

Salvatori Wood Buckel Carmichael and Lottes



Kevin Carmichael, Registered Agent

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Page 4 of 4
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