

P/6 000093036

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

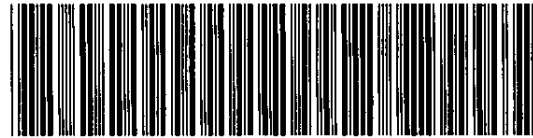
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



300292293143

11/17/16--01024--010 \*\*/8.75

NOV 17 2016

M. MOON  
NOV 17 2016

## COVER LETTER

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

**SUBJECT:** Organ Group Corporation

(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed are 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 of  
Status

**ADDITIONAL COPY REQUIRED**

**FROM:** James Faber

Name (Printed or typed)

1055 9th Square

Address

Vero Beach, Florida 32960

City, State & Zip

772-321-7276

Daytime Telephone number

jamesfaber@live.com

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

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

Articles of Incorporation  
Of The  
Organ Group Corporation

The undersigned, acting as the incorporator of a corporation, and is a natural person of 18 years of age or older, in order to form a corporate entity otherwise known as a C Corporation under the Florida statutes, adopts the following articles of incorporation.

**ARTICLE I  
NAME OF ORGANIZATION**

The name of this corporation shall be known as the ORGAN GROUP CORPORATION.

**ARTICLE II  
PRINCIPAL OFFICE**

The Principal Office of the Organ Group Corporation shall be located at 1055 9<sup>TH</sup> SQUARE VERO BEACH, FLORIDA 32960, and it shall be considered the initial principal office until further notice or until a permanent or temporary building is purchased, built, or leased. The principal office of the Organ Group Corporation can change from time to time in order to grow and invest the corporation, at which land can be leased or purchased in order to build, rent, and or to purchase any type of real estate, including but not limited to residential, commercial, industrial, and any other type. The Organ Group Corporation can establish multiple places of business and multiple principle offices (if necessary) under the Organ Group Corporation itself, under or through corporations or other business entities formed or established by the Organ Group Corporation, and or by under or through any DBA established or formed by the Organ Group Corporation and or by any of its divisions or subsidiaries, in order to conduct any type of lawful business.

**ARTICLE III  
LOCATIONS AND PLACE OF BUSINESS**

The location(s) that the Organ Group Corporation and or any of its business entities operate at can be at a different address than the principal office. The location(s) are precisely where business is conducted, while the principal office is the main corporate headquarters of the Organ Group Corporation and or of any of its subsidiaries. The initial principal office and the location(s) of any business activity can be considered the main corporate headquarters until further notice. The Organ Group Corporation may establish multiple locations and places of business in order to conduct any type of lawful business activity, and it shall file the appropriate paperwork with the appropriate government agencies in order to conduct any type of lawful business activity that is allowed by law.

Articles of Incorporation  
Of The  
Organ Group Corporation

**ARTICLE IV**  
**PURPOSE**

The purpose for which the corporation is organized is to conduct any lawful business in the state of Florida. Specifically, the corporation shall be bound by Florida law to conduct any lawful business, including federal law whenever necessary. The Organ Group Corporation can develop, establish, form, and or create different divisions within the corporation itself, and those divisions can conduct business in the state of Florida under the Organ Group Corporation itself and or under a DBA. The Organ Group Corporation can also develop, establish, form, and or create any subsidiaries in order to conduct any lawful business in the state of Florida, and those subsidiaries can conduct business in the state of Florida under the Organ Group Corporation itself, under a DBA, or the subsidiary itself. If and when the Organ Group Corporation develops, establishes, forms, or creates any subsidiary, the Organ Group Corporation itself shall be the sole shareholder, sole membership owner, and or sole investor of that corporation, company, and or business entity. The Organ Group Corporation can anytime, when it sees fit, that any subsidiary or division can be abolished when it deems it unprofitable or cannot be saved from collapse. The Organ Group Corporation shall branch out and or expand into any area or industry of business that it sees fit, and it will only conduct lawful business in any and or all lawful business that exists, allowed by the state of Florida. The Organ Group Corporation shall also seek investors to fund the Organ Group Corporation itself, and these investors shall be issued shares of common stock for their investment, and shall be considered shareholders of the Organ Group Corporation itself, but when two-thousand shareholders are reached, it shall become a publicly traded company. The overall purpose of the Organ Group Corporation is to engage in any lawful business possible that is allowed by the state of Florida, but that is also allowed by the Federal Code of the United States of America. The Organ Group Corporation, through itself or by a director or officer of the Organ Group Corporation acting as a representative, may file paperwork in order to qualify as a foreign corporation in other states and or other countries to conduct any type of lawful business. The Organ Group Corporation can act as a type of holding corporation for all of its entities it owns and establishes and it can be considered the parent company of all business entities that it establishes and owns.

Articles of Incorporation  
Of The  
Organ Group Corporation

**ARTICLE V  
CAPITAL STOCK AND SALES**

- A. AUTHORIZED CAPITAL STOCK.** The number of shares the Organ Group Corporation is allowed to authorize is thirteen billion shares (13,000,000,000), consisting of the following types:
1. One billion (1,000,000,000) Common Stock Supervoting Shares at \$0.01 each with one-hundred votes each (CLASS A COMMON STOCK, also known as CLASS A Supervoting Common Stock).
  2. Ten billion (10,000,000,000) Common Shares at \$1.00 each with one vote each (CLASS B COMMON STOCK)
  3. Two billion (2,000,000,000) Preferred Shares at \$1.00 each with no voting rights but can be converted to CLASS B COMMON STOCK.

**B. STOCK PROVISIONS**

A. **GENERAL.** Preferred stocks can be issued from time to time to certain individuals, but there will be no voting rights unless those investors want to convert their preferred shares of stocks into CLASS B COMMON STOCK. CLASS B COMMON STOCK shall be issued to the majority of shareholders and investors.

B. **Dividends.** Shareholders and any other person who owns preferred stock of the Organ Group Corporation are entitled to receive dividends first, if dividends are ever to be issued.

C. **PREFERENCES.** The directors and or officers of the Organ Group Corporation shall set the preferences of the stock and can amend them with approval from shareholders. The initial preferences of the stock are set forward below by the incorporator and the registered agent of the Organ Group Corporation.

- a) But at any time, the Organ Group Corporation can amend the amount of authorized shares and its par value, by seeking shareholder approval or by utilizing a voting group that consists of shareholders and or directors of the Organ Group Corporation, but the directors of the Organ Group Corporation shall notify any shareholder of any changes that might occur in order to seek approval. However, the Organ Group Corporation through itself or by an officer or director acting as a

## Articles of Incorporation

### Of The

### Organ Group Corporation

representative of the Organ Group Corporation can use CLASS A Supervoting Common Stocks in order to overrule or to avoid shareholder approval.

- b) Preferred Stock can be converted to CLASS B COMMON STOCK after or before the occurrence of an initial public offering or whenever deemed necessary, such as if any investor wants to have voting rights.
- c) Dividends or any other type of return on investment can be issued whenever necessary once the Organ Group Corporation has made enough profit as it sees fit, and the price of the dividends or any other type of return on investment as well as the percentage rate can be set at a fixed amount, such as when an initial public offering will be issued or after an initial public offering has been issued, at which profit will be enough to exist in surplus to give a return on investment.
- d) If an initial public offering is initiated, the Organ Group Corporation can set the initial stock market price at a fixed amount and can choose the market to trade on, as well as choosing the ticker symbol, but the Organ Group Corporation shall have the power and authority to set the number of CLASS B COMMON STOCK it will sell or issue on the stock market as a publicly traded company.
- e) The Organ Group Corporation cannot have the ability to fix the stock price after the price of the initial public offering is set due to stock market fluctuation.
- f) The Organ Group Corporation will determine the time and place when an initial public offering should be made, but it will do so once it has met the minimum specific guidelines and procedures with regard to revenue and net worth, should it should be necessary to become a publicly traded company.
- g) If the Organ Group Corporation decides to become a publicly traded company, it can also convert back to a privately owned corporation, and if it does convert back to a privately owned corporation, then

Articles of Incorporation

Of The

Organ Group Corporation

the Organ Group Corporation shall buy out all outstanding shares at a reasonable price.

- h) At any time, whether the Organ Group Corporation is considered a privately owned corporation or a publicly traded company, it can buy up shares of any class of stock as well as Preferred Stock, in order to promote its own economic and or governance interests either directly as the corporation itself or by an officer and or director who acts as a representative of the corporation. The Organ Group Corporation can do this in order to control its own stake within the corporation and in order to prevent any type of takeover, including hostile takeovers, from occurring, from any outside business entities or individuals not affiliated with the Organ Group Corporation.
- i) The Organ Group Corporation shall offer Class B Common stock to its employees, directors, officers, investors, and or anyone who wants to invest or own shares in the Organ Group Corporation.
- j) CLASS A COMMON Stock is limited to the directors, officers, founder, and incorporator of the Organ Group Corporation or to the Organ Group Corporation itself.
- k) Preferred Stock can be issued to certain investors who want to own shares in the Organ Group Corporation, but these shares have no voting rights.
- l) People who own preferred stock do not have any voting rights, and thus, they do not need to approve anything that is needed for shareholder approval. People who own preferred stock but also who own CLASS B COMMON STOCK can only use their common stock to vote, because preferred stock has no voting rights. People who own CLASS A COMMON STOCK do have voting rights and they can approve anything that requires shareholder approval. If shareholder approval is required to approve anything, then it can only be approved by people who own common stock. Anyone who just owns shares of preferred stock is

## Articles of Incorporation

### Of The

### Organ Group Corporation

not eligible to approve anything that requires shareholder approval, because preferred stock does not have any voting rights. People who just own preferred stock will not be required to be notified if anything requires shareholder approval. People who own common stock will be notified in order to review, approve, or deny anything that requires shareholder approval.

- m) Everything that is required to be approved by shareholders will only be approved by people and entities who own the two classes of common stock. Common stock shareholders can review, approve, and or deny anything that requires approval, but if shareholders feel if they do not like something about anything that needs approval, they can deny the approval by voting against the plan for approval. At any time, the shareholders who own common stock may review anything that needs to be approved. Anything that needs to have shareholder approval shall be sent by a national courier service, and voting can be done in writing and sending back a form, voting during the annual shareholder meeting, or by voting online.
- n) The stock provisions are subject to change, and they shall be approved by people and entities who own the two classes of common stock in order to take effect.

**D. MERGERS AND ACQUISITIONS.** When merging with or acquiring a business entity, shareholders shall be notified at least six months before the merger or acquisition begins, and they must approve all mergers or acquisition in order for the deal to occur. During the negotiations of a merger, the Organ Group Corporation shall always attempt to keep its own name, at which point the smaller company will always lose its name and shall be considered part of the Organ Group Corporation. When acquiring a different business entity such as another company or corporation, the Organ Group Corporation will acquire that smaller company's name and property and shall have the rights to change the name of that smaller company. The Organ Group Corporation, through itself or by the directors and officers, will determine the overall price of the



## Articles of Incorporation

### Of The

### Organ Group Corporation

different authorized capital stock. The Organ Group Corporation can have the option to buy out all of the authorized stock of the smaller company when merging or acquiring with a company. The Organ Group Corporation shall make all attempts possible from being acquired from a smaller or larger company. All mergers and acquisitions, once negotiated and approved by the directors and officers of the Organ Group Corporation, must be approved by the shareholders of the Organ Group Corporation. Once the Organ Group Corporation acquired or merged with the company, the Organ Group Corporation will now be the primary owner of that company and will own all authorized capital stock or membership shares of that company.

**E. STOCK VALUATION.** The Organ Group Corporation itself, through the executive committee, or by the founder and incorporator, may increase or decrease the price of the stock when it maintains the status of a privately held corporation. The Organ Group Corporation will usually recommend a price increase of the stock. Such a change in the stock price, either a decrease or increase, the shareholders will be notified of the change, and their approval might be required, but the Organ Group Corporation through itself or by an officer or director acting as a representative of the Organ Group Corporation can use CLASS A Supervoting Common Stocks in order to overrule or to avoid shareholder approval.

**F. GRANDFATHER CLAUSE.** People who buy stocks or shares at a lower price will be grandfathered in at that price, but if they choose to buy additional stock, they will pay the current price. If people buy shares or stocks at a low value and then it increases, they can sell it at a higher price (profit) after the price or par value of the stock increases.

**G. STOCK RECLASSIFICATION.** The stock issued and authorized can be reclassified into different types and or classes. If issued stock is reclassified, shareholders will be notified of such changes, and the same will apply to authorized stock. If the stock is reclassified it will require shareholder approval, but the Organ Group Corporation through itself or by an officer or director acting as a representative of the Organ Group Corporation

Articles of Incorporation

Of The

Organ Group Corporation

can use CLASS A Supervoting Common Stocks in order to overrule or to avoid shareholder approval.

**ARTICLE VI  
CORPORATE GOVERNANCE**

- A. INITIAL OFFICERS AND DIRECTORS.** The initial officers and directors are the following people, and more people can be appointed at a due time in nature, whenever necessary by shareholders and or any other director or officer, and in order to expand the corporation in order to have leadership and stability:

James Faber  
Chief Operating Officer and Principal Director  
1055 9<sup>th</sup> Square  
Vero Beach, Florida 32960

- B. NUMBER AND TERMS OF DIRECTORS AND OFFICERS.** Officers and directors shall be elected to a fixed term of two years if there is ever a nomination and an election of directors or officers. There can be five different classes of directors and officers, if the incorporator and founder choose to implement such a system: an executive committee that is considered the executive board of directors, a nonexecutive committee, an audit committee, a compensation committee, and a nomination committee. The incorporator and founder shall never be forced out of the Organ Group Corporation.
- C. ELECTIONS OF OFFICERS AND DIRECTORS.** Officers and or directors of the Organ Group Corporation shall be nominated by name only, either by shareholders or by any director or officer of the Organ Group Corporation by writing or by voice. In order for an officer or director to be elected on the board of directors or other executive committees, shareholders must approve the nomination of a majority. The Organ Group Corporation through itself or by a director or officer of the Organ Group Corporation acting as a representative has the option of using its CLASS A Supervoting Common Stock to approve any nomination or election of any director or officer but can also block shareholder approval by utilizing its CLASS A Supervoting Common Stock.
- D. REMOVAL AND DIRECTOR VACANCIES.** Should an officer or director of the Organ Group Corporation be removed from office it shall need approval from a majority of the shareholders, but the Organ Group Corporation or a director or officer acting as a representative of the Organ Group Corporation, can use its

Articles of Incorporation  
Of The  
Organ Group Corporation

CLASS A Supervoting Common Stock to avoid shareholder approval. Should any director or officer vacancy ever exist within the board of directors or any executive or non-executive committee of the Organ Group Corporation, an interim replacement shall be made and shareholder approval will need to occur for a permanent replacement, but CLASS A Supervoting Common Stock can be used by the Organ Group Corporation or by a director or officer acting as a representative, in order to avoid shareholder approval.

**E. COMMITTEES.** The board of directors shall consist of five committees, but each is different in nature, but these committees are not required for a privately held company such as the Organ Group Corporation. These committees remain optional to institute and utilize, but when the Organ Group Corporation becomes publicly traded it shall adopt, institute, and utilize these committees.

- a) The executive board of directors is classified as the executive committee, and they shall consist of the founder and incorporator if still alive, as well as any other executive director appointed, nominated, and or then elected to serve to an executive management position.
- b) The nonexecutive committee consists of outside and independent directors who have no relationship with the Organ Group Corporation and is a separate board of directors, also known as a non-executive review board for the board of directors (executive committee) in order to recommend or scrutinize the management practices of the executive committee.
- c) The audit committee shall exist for the sole purpose of auditing the entire Organ Group Corporation, its practices, and its accounting and its finances, and it shall consist of directors from outside of the Organ Group Corporation and who have no relationship with the Organ Group Corporation. The audit committee shall have at least one certified public account, one banker, and one other financial expert.
- d) The compensation committee shall consist of internal and outside directors in order to determine the compensation and salaries of the executives, as well as the compensation, salary, and or set wages for each different employed position.
- e) The nominating committee shall consist of internal and outside directors in order to nominate executives to the board of all committees.

Articles of Incorporation

Of The

Organ Group Corporation

f) Such committees are not required for the purpose of the Organ Group Corporation if it remains a privately held corporation or reverts back to a privately held corporation, but the founder and incorporator may utilize and implement such a system, but it shall remain optional.

**F. INCORPORATOR AND FOUNDER.** The incorporator and founder of the Organ Group Corporation has the sole discretion of whether to search and appoint any further directors and or officers to the Organ Group Corporation when the process of expanding to more than one director or officer is needed. The founder and the incorporator of the Organ Group Corporation shall never be forced out of the Organ Group Corporation. The founder and incorporator of the Organ Group Corporation can use his CLASS A Supervoting Common Stock in order to overrule or avoid shareholder approval for any business matter that might require shareholder approval. The incorporator and founder of the Organ Group Corporation can act as a representative of the Organ Group Corporation in order to approve, block, or deny any shareholder approved matter, by using his and the Organ Group Corporation's CLASS A Supervoting Common Stock in order to promote the interests of the founder/incorporator and or of the Organ Group Corporation itself. The role of the incorporator and founder is to make sure the corporation is founded and is incorporated, but to also participate in eligible committees and to be part of the executive management team, also known as the executive board of directors.

**G. MISCELLANEOUS.** Everything not mentioned here can be approved and discussed later during meetings in order to promote the best interests of the Organ Group Corporation and of its founder and incorporator. For the purpose of everything else, it should be noted that shareholder approval might be necessary for certain aspects, but it can be overruled with CLASS A Supervoting Common Stock.

**ARTICLE VII**

**REGISTERED AGENT**

The name and address of the registered agent for the Organ Group Corporation is the following person, and it can be changed or amended if necessary:

James Faber  
1055 9<sup>th</sup> Square  
Vero Beach, Florida 32960

Articles of Incorporation

Of The

Organ Group Corporation

**ARTICLE VIII  
INCORPORATOR**

The name and address of the Incorporator of the Organ Group Corporation is:

James Faber  
1055 9<sup>th</sup> Square  
Vero Beach, Florida 32960

**ARTICLE IX  
BYLAWS**

The incorporator of the Organ Group Corporation shall adopt the initial bylaws of the corporation after the articles of incorporation are filed with the Florida Division of Corporations, at which it shall be considered the organizational meeting to proceed to adopt the initial bylaws, and shall also be considered an annual meeting of the directors and or any initial shareholders. The shareholders of the Organ Group Corporation shall approve and authorize any new Bylaws whenever necessary. The initial Bylaws of the Organ Group Corporation shall be adopted by the incorporator and the initial registered agent who will be the initial shareholder of the Organ Group Corporation, but any future Bylaws will need to be approved by further shareholders, if any other shareholders exist and who decides to invest in stocks of the Organ Group Corporation.

**ARTICLE X  
MEETINGS AND ATTENDANCE**

- A. **ANNUAL MEETINGS.** Meetings of the shareholders shall be conducted annually at a location to be determined by the officers and or directors of the Organ Group Corporation. Notice shall be given to all shareholders of the meeting place and time and date of the annual meeting of shareholders at least six months in advance. The directors and officers of the Organ Group Corporation from time to time, in order to determine any old and new business matters, policy matters, and or anything business related that is important to the overall functioning of the Organ Group Corporation. An annual report will be filed every year with the division of corporations but any meeting minutes shall not be required to be filed with the division of corporations.
- B. **SPECIAL MEETINGS.** Special meetings of the shareholders shall be held when special circumstances are present as defined by the directors or officers of the Organ Group Corporation, but no special notice is required to be issued, yet if notice is

## Articles of Incorporation

Of The

### Organ Group Corporation

warranted it shall be at least six months in advance. Special meetings shall be warranted if shareholders demand so and must be authorized by a director or officer acting as a representative of the Organ Group Corporation, but the Organ Group Corporation shall have the power and authority to use its CLASS A Supervoting Common Stock to overrule any such meeting. Special meetings shall be held at a designated location determined by the officers and or directors of the Organ Group Corporation, but can be located outside of Florida. Special meetings shall not be required, as indicated by state and federal law.

- C. **Board Meetings.** From time to time, the directors and officers of the Organ Group Corporation will hold occasional board meetings to discuss any important business matters and or the general welfare of the Organ Group Corporation and how it is functioning, as defined by the executive board of directors.

#### **ARTICLE XI AMENDMENTS**

The Organ Group Corporation, at any time, when it sees fit, can amend the articles of incorporation, through the directors of the Organ Group Corporation, by first seeking shareholder approval of any amendments and or by utilizing voting groups that consist of shareholders and or directors of the Organ Group Corporation. However, the Organ Group Corporation through itself or by an officer or director acting as a representative of the Organ Group Corporation can use CLASS A Supervoting Common Stocks in order to overrule or to avoid shareholder approval.

#### **ARTICLE XII PERPETUALITY**

- A. **DISSOLUTION.** Upon dissolution of the Organ Group Corporation, if dissolution ever occurs or is necessary, the assets of the Organ Group Corporation shall be distributed by the directors accordingly based on the laws of the state of Florida.
- B. **EXISTENCE.** The Organ Group Corporation shall exist forever or perpetually, unless dissolution is ever needed.

#### **ARTICLE XIII FORMATIONS AND LIABILITIES**

- A. **MISCELLANEOUS.** After the articles of incorporation are filed for the Organ Group Corporation with the state of Florida Division of Corporations and the certificate of incorporation is received, the incorporator and founder of the Organ Group Corporation shall hold an organizational meeting to adopt any

Articles of Incorporation  
Of The  
Organ Group Corporation

bylaws, accept the articles of incorporation, has the option to elect officers and or directors, to accept the corporate seal, accept and or issue any stock, adopt any resolutions, and to conduct any other necessary business that is necessary in order to proceed to develop the corporation.

- B. INDEMINIFCATION.** The Organ Group Corporation does indemnify any directors, officers, employees, incorporators, and shareholders of the Organ Group Corporation from any liability regarding the Organ Group Corporation, unless the person fraudulently and intentionally violated Florida law and or the Federal code of the United States of America or maliciously conducted acts to damage and or defraud the Organ Group Corporation, and those who do violate the law or seek to damage or defraud the Organ Corporation shall be held accountable.

**ARTICLE XIV  
EVERYTHING ELSE**

- A. PRIVATELY HELD COMPANY.** The Organ Group Corporation shall be incorporated as a privately held C Corporation when the articles of incorporation are filed with the state of Florida.
- B. CONVERSION TO PUBLICLY TRADED COMPANY.** The Organ Group Corporation can convert to a publicly traded company that shall be listed on the stock market if it meets a certain monetary threshold and or size. During this process, the executive board of directors shall determine an appropriate ticker symbol, determine the stock market exchange(s) to be listed on, and determine the price of the initial public offering. All shareholders will be notified at least six months in advance and they should approve the conversion to a publicly held company if necessary. However, the Organ Group Corporation through itself or by an officer or director acting as a representative of the Organ Group Corporation can use CLASS A Supervoting Common Stocks in order to overrule or to avoid shareholder approval.
- C. CONVERSION BACK TO PRIVATELY HELD COMPANY.** The Organ Group Corporation can convert back to a privately held C Corporation from a publicly traded company. During this process, negotiations will be made to buy out all outstanding shares that were issued to the public. The Organ Group Corporation shall buy out all outstanding shares at a reasonable price, and shareholder approval can be mandated. However, the Organ Group Corporation through itself or by an officer or director acting as a representative of the Organ

Articles of Incorporation  
Of The  
Organ Group Corporation

Group Corporation can use CLASS A Supervoting Common Stocks in order to overrule or to avoid shareholder approval.

**D. CONTRACTORS AND RELATIONSHIPS.** The Organ Group Corporation may enter into domestic and or foreign relationships with governments throughout the world and the United States of America in order to conduct any type of lawful business. When entering into a relationship with any domestic government agency and or government within and part of the United States of America, the Organ Group Corporation shall make sure such any type of relationship is allowed by law and will seek to gain approval from the appropriate government agencies. When entering into a relationship with a foreign government, the Organ Group Corporation shall make sure such type of relationship is legal and allowed by law and will then seek approval from the approval government agencies. The Organ Group Corporation may enter into relationships with contractors in order to conduct any type of lawful business. When entering into relationships with any contractors, the Organ Group Corporation shall make sure that the contractor(s) are allowed by law and are legally permitted to conduct lawful business. By entering into relationships with contractors and domestic and any foreign government, the Organ Group Corporation will do so in order to conduct any type of lawful business activity that is allowed by law. When entering into any relationship with any government and or business entity, the Organ Group Corporation shall file any necessary and or mandated paperwork. The Organ Group Corporation shall also make sure that any contractor that conducts business on behalf of the Organ Group Corporation has the proper permits, licenses, and paperwork filed.

**E. AGREEMENTS AND COMPACTS.** The Organ Group Corporation may form and establish agreements and compacts with other corporations and or companies in order to conduct any type of lawful business, so that it can partner with that business entity in order to promote growth and awareness. At the same time, the Organ Group Corporation may form and establish agreements with governments, government agencies/bodies, and non-governmental agencies in order to promote the growth of the Organ Group Corporation and the awareness of a particular product or of something else. Agreements and compacts will be determined as a whole according to the laws. When an agreement and or a compact is being formed or established, all laws shall be followed. In any case, agreements and or compacts are important for



## Articles of Incorporation

### Of The

### Organ Group Corporation

contracting agreements between the Organ Group Corporation and any outside entity not affiliated with the Organ Group Corporation.

**F. TRADE AND COMMERCE.** The Organ Group Corporation and its subsidiaries and other business entities may become government contractors in order to conduct any lawful business activity allowed by law. The Organ Group Corporation shall file the appropriate paperwork with the appropriate government agencies. The Organ Group Corporation shall gain any necessary identification numbers that are necessary in order to conduct any type of trade and commerce activity with governments and or government agencies. The Organ Group Corporation, its subsidiaries, and the rest of its business entities may conduct any trade and commerce activity with anyone (individuals) and any entity (government and business) that is allowed by law in order to promote its own interests and to expand and grow the Organ Group Corporation, as well as to seek profits and revenue to support the corporation.

**G. LOBBYING AND POLITICS.** The Organ Group Corporation may form and establish a lobbying group or lobbying groups to promote their own interests. Such a lobbying group can lobby on behalf of foreign governments and foreign companies as well as in the United States of America. When lobbying in foreign interests, the Organ Group Corporation shall file the appropriate paperwork that is necessary in order to be approved to be a foreign lobbyist, so that it can consult and advise foreign governments, foreign government agencies and or agencies, foreign corporations, and or foreign individuals. When lobbying in domestic interests, the Organ Group Corporation shall file the appropriate paperwork in order to be approved to be a domestic lobbyist, so that it can recommend, support, consult, advise and or to determine appropriate legislation and or policies/bylaws/rules. When consulting, advising, recommending, supporting, and or determining any appropriate legislation/policy/bylaws in any domestic government agency within the United States of America, all laws shall be followed and the lobbyists and or any representatives of the lobbying group of the Organ Group Corporation, shall not accept any gifts whatsoever, regardless of value. When lobbying on behalf of a foreign government, foreign government agency/body, and or a foreign corporation, all laws shall be followed, and the lobbyists and or any representatives of the lobbying group of the

## Articles of Incorporation

### Of The

### Organ Group Corporation

Organ Group Corporation, shall not accept any gifts whatsoever, regardless of value.

**H. FEES, PERMITS, AND IDENTIFICATION NUMBERS.** The Organ Group Corporation shall pay any fees that are necessary to conduct business. Such fees are necessary to gain specific and or particular permits. These permits can also be part of the licensing process and are necessary to conduct any type of lawful business activity. The Organ Group Corporation shall acquire any necessary permits and or licenses required by law in order to conduct any type of lawful business. The Organ Group Corporation shall also gain any necessary and or mandated identification numbers in order to conduct any type of lawful business activity, and this includes registration numbers and tax identification numbers, as well as any other necessary and or mandated identification numbers required by law.

**I. TAXES.** The Organ Group Corporation, its business entities, and its subsidiaries shall pay any necessary taxes to local, state, and federal government agencies, as demanded by law. The Organ Group Corporation, its business entities, and its subsidiaries shall obtain the necessary tax identification numbers in order to legally function and to operate as a business. The Organ Group Corporation shall observe a tax year ending on December 31<sup>st</sup> for each tax year, unless otherwise noted in the bylaws. Each employee is subject to pay taxes to the federal government and sometimes their state government, and for all purposes, the Organ Group Corporation can institute a tax deduction policy. Employees will contribute to these taxes by how much they make per hour and or per year, based on a weekly, semi-monthly, monthly, or an annual basis, and for each required tax, the deduction will be automatic.

**J. BANK ACCOUNTS.** The Organ Group Corporation has to have and to maintain at least one business bank account, which could be classified as any type of business checking account. The Organ Group Corporation may open, have, and maintain more than one bank account as it sees fits, and this can be necessary to expand the growth of the Organ Group Corporation. The Organ Group Corporation shall only use their bank account(s) to compensate employees, directors, and officers for their paychecks that can be paid as a wage or by a salary, to earn money by selling their services to people (products, goods, and any other services), to spend money that is necessary in order to build the corporation, and for any other lawful business practices. The bank

## Articles of Incorporation

### Of The

### Organ Group Corporation

account(s) may not be used for any personal gain. The bank account(s) may only be used for lawful business purposes that are allowed by law. Any type of bank account must be business related in nature, and no personal bank accounts for individuals will be used.

**K. BONDS AND LOANS.** The Organ Group Corporation may issue bonds in order to finance the corporation itself so that it can expand and grow. Bonds will and shall be underwritten, sold, marketed, and organized by any type of investment bank. The Organ Group Corporation may also seek loans to finance the corporation itself in order to grow and expand. The terms and the guidelines of the bonds shall be determined by the Organ Group Corporation and the investment bank. The terms and the guidelines of the loans shall be determined between the bank and the Organ Group Corporation.

**L. BENEFITS.** Any employee, including directors and officers, of the Organ Group Corporation may and shall receive benefits from their employment at the Organ Group Corporation. Such benefits may and or shall include an increase in an hourly wage/salary, bonuses, 401(k), health insurance, dental insurance, vision insurance, paid holidays and vacations, maternity leave (if applicable and or necessary), medical leave (if applicable and or necessary), and any other type of benefit that is mandated by the executive board of directors and or by law. The Organ Group Corporation shall negotiate with the insurance companies in order to set and get a reasonable and affordable price. It is in the best interests of the Organ Group Corporation to have a reasonable insurance rate at the cheapest rate possible but also provides quality of service, care, and cost, so that the person being insured does not have to pay much but will receive a high quality of care at a low and reasonable cost. Benefits are not guaranteed, but if they are mandated by law, then they shall be implemented.

**M. EMPLOYMENT AND VERIFICATION.** All employees who work for the Organ Group Corporation, including all directors and officers, with the exception of the founder and the incorporator, will have their background verified by any legal means necessary. No undocumented or illegal immigrant shall ever work for the Organ Group Corporation. Potential employees who want to work for the Organ Group Corporation will undergo and shall face a criminal background check. All potential employees who want to work for the Organ Group Corporation will need to be a legal citizen and or legal resident of the United States of America, and if not, they

## Articles of Incorporation

### Of The

### Organ Group Corporation

shall be required to provide proof of permission to work in the United States of America by means of specific visas. Electronic verification shall be utilized to determine employment for any potential employee, and once an employee is hired their name and information shall be reported to the appropriate state hiring board in order to provide and furnish to the state whoever works and is employed by the Organ Group Corporation. All employees shall receive an employment identification number at the Organ Group Corporation.

- N. RIGHT TO WORK.** The Organ Group Corporation shall have a right to work policy. The right to work policy means that no employee of the Organ Group Corporation may force anyone to join a union. No employee shall force another employee to join a union. The role of the Organ Group Corporation is to provide employment to employees so that they can live and function in society, to make profits and revenue, to maintain and control its assets, and to expand. The right to work of any employee of the Organ Group Corporation shall not be infringed upon. If anyone who works for the Organ Group Corporation is forcing other employees to join a union, then that is considered against federal law.
- O. UNIONS.** The Organ Group Corporation will legally oppose the formation of any union by its employees and or any outside forces. The Organ Group Corporation, in order to avoid unions from forming within the corporation, will use everything that is legally allowed by law, both federal and state. The Organ Group Corporation will not support any formation of a union because it does not represent the economic interests of the Organ Group Corporation. If unions are to form within the Organ Group Corporation, then an agreement will be made between the union and the union members, and anyone who wants to join the union. However, the Organ Group Corporation can object to the union, but it will follow any federal and or state law that is mandated by law. In addition, no employee shall be forced to join a union and or to pay fees, if the employee does not want to join any type of union.
- P. INTELLECTUAL PROPERTY AND INVENTIONS.** The Organ Group Corporation can file applications for trademarks, copyrights, patents, and other forms of intellectual property, and such intellectual property is property of the Organ Group Corporation. Any inventions created on behalf of the Organ Group Corporation shall be the property of the

Articles of Incorporation

Of The

Organ Group Corporation

Organ Group Corporation. All and any appropriate paperwork shall be filed.

- 2. MISCELLANEOUS.** The founder and incorporator of the Organ Group Corporation shall determine the policy, bylaws, and required needs of the corporation as well as anything else that is related to the compensation of each employee, director, contractor, and officer in the early existence of the corporation. When the Organ Group Corporation gets large enough, as defined by the founder and incorporator, the Organ Group Corporation shall expand its business and will attempt to grow its management and its presence.

**ARTICLE XV-EFFECTIVE DATE**

The effective date of this incorporation shall be Friday, January 20, 2017, and this is the exact date and year the Organ Group Corporation shall be incorporated.

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.

James Fulver  
Required Signature/Registered Agent

11-11-2016  
Date

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.

James Fulver  
Required Signature/Incorporator

11-11-2016  
Date