

# N24000004726

Florida Department of State  
Division of Corporations  
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((H240001414373))



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To:  
Division of Corporations  
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From:  
Account Name : LEGALZOOM.COM INC.  
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**FLORIDA PROFIT/NON PROFIT CORPORATION**  
FCS UP! Inc.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

2024 APR 18 PM 12:03

2024 APR 18 PM 4:43

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### COVER LETTER

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

**SUBJECT:** FCS UPI 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:** Cheyenne Moseley, Legalzoom.com, Inc.  
\_\_\_\_\_ Name (Printed or typed)

101 N Brand Blvd., 11th Flr.  
\_\_\_\_\_ Address

Glendale, CA 91203  
\_\_\_\_\_ City, State & Zip

323 962-8600 ext. 9724  
\_\_\_\_\_ Daytime Telephone number

ranagement@legalzoom.com  
E-mail address: (to be used for future annual report notification)

2024 Apr 18 11:44:43

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

**ARTICLES OF INCORPORATION**  
In compliance with Chapter 617, F.S.. (Not for Profit)

**ARTICLE I NAME**

The name of the corporation shall be: FCS UP! Inc.

**ARTICLE II PRINCIPAL OFFICE**

Principal street address: 2054 Vista Pkwy Ste. 400 Mailing address, if different is:  
West Palm Beach, FL 33411

**ARTICLE III PURPOSE**

The purpose for which the corporation is organized is: Please see attachment

**ARTICLE IV MANNER OF ELECTION** The manner in which the directors are elected and appointed: The method by which the directors of the corporation are elected or appointed will be stated in the bylaws.

**ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS**

Name and Title:	<u>Keith Anthony Fairclough Jr. (D)</u>	Name and Title:	<u>Joshua Anthony Fairclough (D)</u>
Address:	<u>2054 Vista Pkwy Ste. 400</u> <u>West Palm Beach, FL 33411</u>	Address:	<u>2054 Vista Pkwy Ste. 400</u> <u>West Palm Beach, FL 33411</u>
Name and Title:	<u>Orion Anthony Fairclough (D)</u>	Name and Title:	<u>Keith Anthony Fairclough III (D)</u>
Address:	<u>2054 Vista Pkwy Ste. 400</u> <u>West Palm Beach, FL 33411</u>	Address:	<u>2054 Vista Pkwy Ste. 400</u> <u>West Palm Beach, FL 33411</u>
Name and Title:	<u>Kyrh Latrice Bailey (D)</u>	Name and Title:	<u>Jamie Latoya Fairclough (D)</u>
Address:	<u>2054 Vista Pkwy Ste. 400</u> <u>West Palm Beach, FL 33411</u>	Address:	<u>2054 Vista Pkwy Ste. 400</u> <u>West Palm Beach, FL 33411</u>

2024 Apr 18 11:44:43

Name and Title: \_\_\_\_\_ Name and Title: \_\_\_\_\_

Address \_\_\_\_\_ Address: \_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_

Name and Title: \_\_\_\_\_ Name and Title: \_\_\_\_\_

Address \_\_\_\_\_ Address: \_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_

**ARTICLE VI REGISTERED AGENT**

The **name and Florida street address** (P.O. Box NOT acceptable) of the registered agent is:

Name: United States Corporation Agents, Inc.

Address: 476 Riverside Ave.

Jacksonville, FL 32202

**ARTICLE VII INCORPORATOR**

The **name and address** of the Incorporator is:

Name: Keith Anthony Fairclough

Address: 2054 Vista Pkwy Ste. 400

West Palm Beach, FL 33411

2024 APR 16 11:44:53

**ARTICLE VIII EFFECTIVE DATE:**

Effective date, if other than the date of filing: \_\_\_\_\_ (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five days prior or 90 days after the filing.)

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

*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*



03/01/2024

Required Signature of Registered Agent

Date

Choyenne Moseley, United States Corporation Agents, Inc.

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

Keith Anthony Fairclough  
Required Signature of Incorporator

4/4/24  
Date

Keith Anthony Fairclough

**Attachment to**  
**Articles of Incorporation of**  
**FCS UP! Inc.**

Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under the section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The business activity for said organization is as follows: to provide mental health resources and services to those with limited access.

No part of the net earnings of this organization shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of this organization shall be the carrying on propaganda, or otherwise attempting to influence legislation, and this organization shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c) (2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Upon the dissolution of this corporation, assets remaining 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. Any such assets not disposed of shall be disposed by the Court of Common Pleas of the county in which the principal office of the organization 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.

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