

Tennessee Secretary of State
Tre Hargett



Division of Charitable Solicitations, Fantasy Sports, and Gaming
312 Rosa L. Parks Avenue, 8th Floor
Nashville, Tennessee 37243-1102

Mona Hart
Director
April 20, 2018

615-741-2555
Mona.Hart@tn.gov

Keith Hatchett
Elease Project, INc. (The_
3000 Artesa Circle, Apt 3102
Franklin, TN 37067

RE: **APPROVAL** - Registration to Solicit Funds for Charitable Purposes
Elease Project, INc. (The_ - CO31251
Registration Expiration Date: **June 30, 2019**

Dear Keith Hatchett:

Pursuant to Tenn. Code Ann. § 48-101-501, *et seq.*, the Division of Charitable Solicitations and Gaming has reviewed your submitted application and is pleased to announce your organization's registration to solicit contributions has been **approved**.

With this approval, your organization has new responsibilities for maintaining statutory compliance, including submission of the proper documents and required fees on an annual basis. The required filings include:

- Completed *Application to Renew Registration* form
- Completed *Summary of Financial Activities* form
- IRS determination letter granting tax-exempt status, if not previously filed
- IRS *Form 990*, *Form 990EZ*, or *990N* for the most recently completed accounting year, if the organization qualifies as tax-exempt
- An audited financial statement if the organization grossed more than \$500,000 in revenue
- Any amendments to the organization's governing documents

The *Application to Renew Registration* and *Summary of Financial Activities* forms are available on our website at <http://sos.tn.gov/charitable>. Additionally, the "CO" number listed above will serve as your organization's identification number specific to this division and should be included on all correspondence.

Please also be advised that if the organization's application or other provided information includes false, misleading or deceptive statements, appropriate action will be taken. Pursuant to the Tennessee Charitable Solicitations Act, a civil penalty of up to five thousand dollars (\$5,000) may be assessed for any violation.

Thank you for registering your organization and please do not hesitate to contact us with any questions.

Sincerely,

Tre Hargett
Secretary of State

:CO31251

HOOPER | ZINN | MCNAMEE
PLLC

ATTORNEYS AT LAW

Stafford F. McNamee, Jr. ^
David S. Zinn
David T. Hooper
J. Randall Hooper *
Julie Cornell

109 Westpark Drive, Suite 300
Brentwood, Tennessee 37027

Telephone 615.661.5472
Facsimile 615.661.5473
www.hoopertzinn.com

April 9, 2018

^ Retired

* Also admitted in Florida

The Elase Project, Inc.
Attn: Keith W. Hatchett, President
3000 Artessa Circle, Unit 3102
Franklin, TN 37067

RE: The Elase Project, Inc. organization

Dear Keith:

Congratulations! On March 8, 2017, you formed a new Tennessee nonprofit corporation. The charter is filed with the Tennessee Secretary of State and recorded with the Register of Deeds. The Corporation is registered with the Internal Revenue Service. The Corporation is not required to register with the Tennessee Department of Revenue unless it has unrelated business income. The Corporation is not required to register with the appropriate county and city tax authorities. If you have not already done so, please contact your local county and city government to see if a business license is required. The Corporation minute book is enclosed.

This confirms the arrangements for maintaining the Corporation's good standing with the federal, state and local authorities:

- The corporation minute book will be kept at your office. The minute book contains the original charter, actions of organizer, bylaws, federal EIN confirmation letter, application for IRS recognition of exemption, application for Tennessee registration of charitable organization, and other documents prepared in connection with the organization of the Corporation.
- The registered agent for the Corporation is Joel R. Hooper. The registered agent will receive notice of legal proceedings and will communicate each notice to the Corporation.
- The annual report will be filed with the Tennessee Secretary of State by you. The annual filing fee will be paid to the Tennessee Secretary of State by you.
- The annual meeting of shareholders and directors will be scheduled by you.
- The annual federal income tax return will be filed with Internal Revenue Service by you.

Compliance with the annual requirements is important. If the Corporation fails to comply with the annual requirements, the Corporation may be administratively dissolved by the Secretary of State and tax penalties and interest may apply, among other adverse consequences.

Please review the contents of the minute book and obtain signatures from the officers and directors on the pages indicated. The minute book should be updated as needed with minutes of meetings, annual reports and other relevant company documents.

This concludes the services we were engaged to provide in connection with the organization of the Corporation. Our office will not provide legal services to the Corporation in the future.

Please contact us if we may assist you in this or any other legal matter in the future. We hope we will be your attorneys of choice for all your legal concerns. If you have a legal matter that is not in our areas of practice, we will refer you to an attorney we know and trust with expertise in matters like yours.

Sincerely,

Randy

J. Randall Hooper

Enclosures



DEPARTMENT OF THE TREASURY
INTERNAL REVENUE SERVICE
CINCINNATI OH 45999-0023

Date of this notice: 03-06-2017

Employer Identification Number:
82-0698454

Form: SS-4

Number of this notice: CP 575 A

ELEASE PROJECT INC
& KEITH W HATCHETT
3000 ARTESSA CIR APT 3102
FRANKLIN, TN 37067

For assistance you may call us at:
1-800-829-4933

IF YOU WRITE, ATTACH THE
STUB AT THE END OF THIS NOTICE.

WE ASSIGNED YOU AN EMPLOYER IDENTIFICATION NUMBER

Thank you for applying for an Employer Identification Number (EIN). We assigned you EIN 82-0698454. This EIN will identify you, your business accounts, tax returns, and documents, even if you have no employees. Please keep this notice in your permanent records.

When filing tax documents, payments, and related correspondence, it is very important that you use your EIN and complete name and address exactly as shown above. Any variation may cause a delay in processing, result in incorrect information in your account, or even cause you to be assigned more than one EIN. If the information is not correct as shown above, please make the correction using the attached tear off stub and return it to us.

Based on the information received from you or your representative, you must file the following form(s) by the date(s) shown.

Form 1120

04/15/2018

If you have questions about the form(s) or the due date(s) shown, you can call us at the phone number or write to us at the address shown at the top of this notice. If you need help in determining your annual accounting period (tax year), see Publication 538, *Accounting Periods and Methods*.

We assigned you a tax classification based on information obtained from you or your representative. It is not a legal determination of your tax classification, and is not binding on the IRS. If you want a legal determination of your tax classification, you may request a private letter ruling from the IRS under the guidelines in Revenue Procedure 2004-1, 2004-1 I.R.B. 1 (or superseding Revenue Procedure for the year at issue). Note: Certain tax classification elections can be requested by filing Form 8832, *Entity Classification Election*. See Form 8832 and its instructions for additional information.

IMPORTANT INFORMATION FOR S CORPORATION ELECTION:

If you intend to elect to file your return as a small business corporation, an election to file a Form 1120-S must be made within certain timeframes and the corporation must meet certain tests. All of this information is included in the instructions for Form 2553, *Election by a Small Business Corporation*.

If you are required to deposit for employment taxes (Forms 941, 943, 940, 944, 945, CT-1, or 1042), excise taxes (Form 720), or income taxes (Form 1120), you will receive a Welcome Package shortly, which includes instructions for making your deposits electronically through the Electronic Federal Tax Payment System (EFTPS). A Personal Identification Number (PIN) for EFTPS will also be sent to you under separate cover. Please activate the PIN once you receive it, even if you have requested the services of a tax professional or representative. For more information about EFTPS, refer to Publication 966, *Electronic Choices to Pay All Your Federal Taxes*. If you need to make a deposit immediately, you will need to make arrangements with your Financial Institution to complete a wire transfer.

The IRS is committed to helping all taxpayers comply with their tax filing obligations. If you need help completing your returns or meeting your tax obligations, Authorized e-file Providers, such as Reporting Agents (payroll service providers) are available to assist you. Visit the IRS Web site at www.irs.gov for a list of companies that offer IRS e-file for business products and services. The list provides addresses, telephone numbers, and links to their Web sites.

To obtain tax forms and publications, including those referenced in this notice, visit our Web site at www.irs.gov. If you do not have access to the Internet, call 1-800-829-3676 (TTY/TDD 1-800-829-4059) or visit your local IRS office.

IMPORTANT REMINDERS:

- * Keep a copy of this notice in your permanent records. **This notice is issued only one time and the IRS will not be able to generate a duplicate copy for you.** You may give a copy of this document to anyone asking for proof of your EIN.
- * Use this EIN and your name exactly as they appear at the top of this notice on all your federal tax forms.
- * Refer to this EIN on your tax-related correspondence and documents.

If you have questions about your EIN, you can call us at the phone number or write to us at the address shown at the top of this notice. If you write, please tear off the stub at the bottom of this notice and send it along with your letter. If you do not need to write us, do not complete and return the stub.

Your name control associated with this EIN is ELEA. You will need to provide this information, along with your EIN, if you file your returns electronically.

Thank you for your cooperation.

Hooper Zinn & McNamee, PLLC

Handwritten initials 'HJ'



Tre Hargett
Secretary of State

The Elase Project, Inc.
KEITH W. HATCHETT
APT 3102
3000 ARTESSA CIR
FRANKLIN, TN 37067-2525

BK: 7030 PG: 367-370
17010606



4 PGS:AL-CHARTER
482169
03/17/2017 - 12:45 PM
BATCH 482169
MORTGAGE TAX 0.00
TRANSFER TAX 0.00
RECORDING FEE 5.00
DP FEE 2.00
REGISTER'S FEE 0.00
TOTAL AMOUNT 7.00

STATE OF TENNESSEE, WILLIAMSON COUNTY
SADIE WADE
REGISTER OF DEEDS

Division of Business Services
Department of State
State of Tennessee
312 Rosa L. Parks AVE, 6th FL
Nashville, TN 37243-1102

March 8, 2017

Filing Acknowledgment

Please review the filing information below and notify our office immediately of any discrepancies.

SOS Control # :	000892401	Formation Locale:	TENNESSEE
Filing Type:	Nonprofit Corporation - Domestic	Date Formed:	03/08/2017
Filing Date:	03/08/2017 9:33 AM	Fiscal Year Close:	12
Status:	Active	Annual Report Due:	04/01/2018
Duration Term:	Perpetual	Image # :	B0350-5095
Public/Mutual Benefit:	Public		
Business County:	WILLIAMSON COUNTY		

Document Receipt

Receipt # : 003182050	Filing Fee:	\$100.00
Payment-Check/MO - HOOPER, ZINN & McNAMEE, PLLC, BRENTWOOD, TN		\$100.00

Registered Agent Address:
JOEL R HOOPER
STE 300
109 WESTPARK DR
BRENTWOOD, TN 37027-5062

Principal Address:
KEITH W. HATCHETT
APT 3102
3000 ARTESSA CIR
FRANKLIN, TN 37067-2525

Congratulations on the successful filing of your **Charter** for **The Elase Project, Inc.** in the State of Tennessee which is effective on the date shown above. You must also file this document in the office of the Register of Deeds in the county where the entity has its principal office if such principal office is in Tennessee. Please visit the Tennessee Department of Revenue website (apps.tn.gov/bizreg) to determine your online tax registration requirements. If you need to obtain a Certificate of Existence for this entity, you can request, pay for, and receive it from our website.

You must file an Annual Report with this office on or before the Annual Report Due Date noted above and maintain a Registered Office and Registered Agent. Failure to do so will subject the business to Administrative Dissolution/Revocation.

Tre Hargett
Tre Hargett
Secretary of State

Processed By: Cheryl Donnell



**CHARTER
NONPROFIT CORPORATION**

SS-4418



Tre Hargett
Secretary of State

**Division of Business Services
Department of State**
State of Tennessee
312 Rosa L. Parks AVE, 6th FL
Nashville, TN 37243-1102
(615) 741-2286

Filing Fee: \$100.00

For Office Use Only

Control # 000892401

Amount Due: \$100.00

Please file before 04/05/2017

The name of the corporation is: The Elase Project, Inc.

10. The complete mailing address of the entity (if different from the principal office) is:

KEITH W. HATCHETT
APT 3102
3000 ARTESSA CIR
FRANKLIN, TN 37067-2525

11. List the name and complete address of each incorporator:

Title	Name	Business Address	City, State, Zip
Incorporator	Keith W Hatchett	3000 ARTESSA CIR UNIT 3102	FRANKLIN, TN 37067

12. **School Organization:** (required if the additional designation of "School Organization - Exempt" is entered in section 3.)

- I certify that pursuant to T.C.A. §49-2-611, this nonprofit corporation is exempt from the \$100 filing fee required by T.C.A. §48-51-303(a)(1).
- This nonprofit corporation is a "school support organization" as defined in T.C.A. §49-2-603(4)(A).
- This nonprofit corporation is an educational institution as defined in T.C.A. §48-101-502(b).

13. **Insert here the provisions regarding the distribution of assets upon dissolution:**

In the event of dissolution of the Corporation, all assets will be distributed to another nonprofit organization with a similar purpose.

14. **Other Provisions:** See attached addendum

(Note: Pursuant to T.C.A. §10-7-503 all information on this form is public record.)

Electronic
Signature

Keith W Hatchett
Printed Name

Incorporator
Title/Signer's Capacity

Mar 6, 2017 7:11PM
Date

E0350-5095 03/08/2017 9:33 AM Received by Tennessee Secretary of State Tre Hargett

**CHARTER ADDENDUM
(NONPROFIT CORPORATION)
ADDITIONAL PROVISIONS**

Corporation: The Elase Project, Inc.
SOS Control No. 000892401

The additional provisions of the Charter of **The Elase Project, Inc.** (the Corporation) are:

13. Distribution of Assets upon Dissolution. Upon the dissolution of the Corporation, the assets of the Corporation shall be distributed for one or more exempt purposes to one or more exempt organizations within the meaning of Internal Revenue Code § 501(c)(3) or corresponding section of any future federal tax code, or shall be distributed for a public purpose to the federal government or to a state or local government.

14.a. Exempt Purposes. The Corporation is organized and will be operated exclusively for charitable, religious, educational or scientific purposes within the meaning of Internal Revenue Code § 501(c)(3) or corresponding section of any future federal tax code.

14.b. Mission and Goals. The Corporation shall develop a mission statement and goals to express its purposes, direction and objectives, which shall be reviewed from time to time as circumstances dictate. The Corporation shall disseminate its mission statement and goals as the Board of Directors determines.

14.c. Use of Funds. The Corporation is not formed for financial profit or gain. No part of the assets, income or revenue of the Corporation shall be distributed to or for the benefit of its member or any other private person, except as reimbursement for expenses, for reasonable compensation for services rendered, and to make payments and distributions in furtherance of the purposes of the Corporation as described in the Charter and the Bylaws. No substantial part of the activities of the Corporation shall be the carrying on of propoganda or otherwise attempting to influence legislation. No part of the activities of the Corporation shall be the participation in, or intervention in (including the publishing or distributing of statements), directly or indirectly, any political campaign on behalf of or in opposition to any candidate for public office. No part of the objectives or activities of the Corporation shall characterize it as an action organization.

14.d. Board of Directors; State and Federal Taxation. The Corporation will be governed by a board of directors. The Corporation will be a nonprofit organization for state tax purposes. The Corporation will be a nonprofit organization for federal tax purposes.

Date March 6, 2017 7:26 p.m.

Electronic

Title/Signer's capacity: Incorporator

Printed Name: Keith W. Hatchett



Department of the Treasury
Internal Revenue Service

P.O. BOX 2508
CINCINNATI OH 45201

In reply refer to: 9999999999
Mar, 07, 2018 LTR 3367C S0
82-0698454 000000 00

00027823
BODC: TE

THE ELEASE PROJECT INC
HOOPER ZINN & MCNAMEE
J RANDALL HOOPER
109 WESTPARK DR STE 300
BRENTWOOD TN 37027

Employer identification number: 82-0698454
Tax form: 1023
Document locator number: 17053-044-30701-8
For assistance, call: 1-877-829-5500

Dear Applicant,

We received your application for exemption from federal income tax and your user fee payment.

During the initial review process, applications for exemption are separated into two groups:

1. Those that can be processed based on information submitted
2. Those that require additional information to be processed

If your application falls in the first group you'll receive a determination letter within approximately 90 days from the date of this notice stating that you re exempt from federal income tax.

If your application falls in the second group, you'll be contacted when your application has been assigned to an Exempt Organizations specialist for review. You can expect to be contacted within approximately 180 days from the date of this notice. After 180 days, if you haven't been notified your application was assigned to a specialist, you can contact Customer Account Services Monday through Friday at the toll-free number shown above to check on its status. The individual calling on your behalf will need the following information:

- * Your name
- * Your employer identification number (EIN)
- * The document locator number listed above and assigned to your request
- * A proper power of attorney submitted with your exemption application, unless the individual calling is an officer or director and legally authorized to represent you

The IRS doesn't issue "tax-exempt numbers" or "tax-exempt certificates" for state or local sales or income taxes. If you need exemption from these taxes, contact your state or local tax offices.

Most organizations are required to file an annual information return

9999999999
Mar. 07, 2018 LTR 3367C S0
82-0698454 000000 00
00027824

THE ELEASE PROJECT INC
HOOPER ZINN & MCNAMEE
J RANDALL HOOPER
109 WESTPARK DR STE 300
BRENTWOOD TN 37027

(Form 990, Form 990-EZ, or Form 990-PF) or electronic notice (Form 990-N, the e-Postcard) while their applications for exemption or miscellaneous determination requests are pending. If you don't file a required return or notice for three consecutive years, your exempt status will be automatically revoked. Visit www.irs.gov and type "annual exempt organization return: who must file" in the search box for information on the types of organizations that are required to file annual returns or notices.

To receive the Exempt Organizations' EO Update, an electronic newsletter with information for tax-exempt organizations and tax practitioners, go to www.irs.gov/charities and click on "Free e-Newsletter."

For tax forms, instructions, and publications, visit www.irs.gov or call 1-800-TAX-FORM (1-800-829-3676).

Sincerely yours,



Stephen A. Martin
Director, EO Rulings & Agreements

HOOPER | ZINN | MCNAMEE
PLLC

ATTORNEYS AT LAW

Stafford F. McNamee, Jr. ^
David S. Zinn
David T. Hooper
J. Randall Hooper *
Julie Cornell

109 Westpark Drive, Suite 300
Brentwood, Tennessee 37027

Telephone 615.661.5472
Facsimile 615.661.5473
www.hooperzinn.com

August 15, 2018

^ Retired

* Also admitted in Florida

The Elase Project, Inc.
Attn: Keith W. Hatchett, President
1286 Royal Pointe Lane
Ormond Beach, FL 32172

The Elase Project, Inc.
Attn: Keith W. Hatchett, President
3000 Artessa Circle, Unit 3102
Franklin, TN 37067

Re: The Elase Project, Inc.

Dear Keith:

Congratulations! The IRS approved the application for recognition of exemption on August 10, 2018. A copy of the determination letter is enclosed. The Elase Project, Inc. is exempt from federal income tax as a 501(c)(3) charitable organization. This means donations made to the corporation dating back to the date of formation (March 8, 2017) are tax deductible.

More good news! The IRS classified the corporation as a public charity. The corporation must file an annual information tax return or notice. If the corporation fails to file the required return or notice, the corporation's exempt status may be revoked.

As discussed in the past, you are responsible for future state and federal corporate and tax filings and compliance with corporate formalities.

This concludes the services we were engaged to provide in connection with the organization of the Corporation. Our office will not provide legal services to the Corporation in the future.

Best wishes,

Randy

J. Randall Hooper

Enclosures

INTERNAL REVENUE SERVICE
P. O. BOX 2508
CINCINNATI, OH 45201

DEPARTMENT OF THE TREASURY

Date: **AUG 10 2018**

THE ELEASE PROJECT INC
C/O HOOPER ZINN & MCNAMEE
J RANDALL HOOPER
109 WESTPARK DRIVE SUITE 300
BRENTWOOD, TN 37027

Employer Identification Number:
82-0698454
DLN:
17053044307018
Contact Person:
ZENIA LUK ID# 31522
Contact Telephone Number:
(877) 829-5500
Accounting Period Ending:
December 31
Public Charity Status:
170(b)(1)(A)(vi)
Form 990/990-EZ/990-N Required:
Yes
Effective Date of Exemption:
March 8, 2017
Contribution Deductibility:
Yes
Addendum Applies:
No

Dear Applicant:

We're pleased to tell you we determined you're exempt from federal income tax under Internal Revenue Code (IRC) Section 501(c)(3). Donors can deduct contributions they make to you under IRC Section 170. You're also qualified to receive tax deductible bequests, devises, transfers or gifts under Section 2055, 2106, or 2522. This letter could help resolve questions on your exempt status. Please keep it for your records.

Organizations exempt under IRC Section 501(c)(3) are further classified as either public charities or private foundations. We determined you're a public charity under the IRC Section listed at the top of this letter.

If we indicated at the top of this letter that you're required to file Form 990/990-EZ/990-N, our records show you're required to file an annual information return (Form 990 or Form 990-EZ) or electronic notice (Form 990-N, the e-Postcard). If you don't file a required return or notice for three consecutive years, your exempt status will be automatically revoked.

If we indicated at the top of this letter that an addendum applies, the enclosed addendum is an integral part of this letter.

For important information about your responsibilities as a tax-exempt organization, go to www.irs.gov/charities. Enter "4221-PC" in the search bar to view Publication 4221-PC, Compliance Guide for 501(c)(3) Public Charities, which describes your recordkeeping, reporting, and disclosure requirements.

Letter 947

THE ELEASE PROJECT INC

We sent a copy of this letter to your representative as indicated in your power of attorney.

Sincerely,

A handwritten signature in black ink that reads "Stephen A. Martin". The signature is written in a cursive style with a prominent initial "S".

Director, Exempt Organizations
Rulings and Agreements