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FLORIDA PROFIT/NON PROFIT CORPORATION

THE PARRISH FOUNDATION, INC.

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**ARTICLES OF INCORPORATION
OF
THE PARRISH FOUNDATION, INC.**

The undersigned, for the purpose of forming a corporation not for profit under the provisions of Chapter 617 of the Florida Statutes, hereinafter referred to as the Corporation, hereby adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the Corporation shall be **THE PARRISH FOUNDATION, INC.**

ARTICLE II

PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal office and the mailing address of the Corporation shall be 2012 Island Estate Drive, Parrish, Florida 34219.

ARTICLE III

PURPOSE AND POWERS

The purposes for which the Corporation is formed are:

A. To provide fundraising for, management and operation of the Parrish School House as a Community Center, for the use and benefit of the *citizens of Manatee County, Florida*, primarily residing in and around Parrish, Florida, and to engage in all of those activities in which a community foundation might engage to benefit the public and to improve the quality of life for all citizens.

B. The Corporation shall possess all powers granted under Florida Statutes provided, however, that the Corporation shall possess no powers which would otherwise disqualify it as a Corporation exempt from federal tax under the Internal Revenue Code.

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ARTICLE IV

MEMBERS

The membership shall have no members.

ARTICLE V

MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed is provided for in the Bylaws of this corporation.

ARTICLE VI

TERM OF EXISTENCE

The corporation shall have perpetual existence.

ARTICLE VII

TERMINATION

Upon the termination, dissolution or winding up of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the corporation, distribute all assets of the Corporation to such organization or organizations organized and operated exclusively for charitable, educational or scientific purposes as shall at the time qualify as an exempt organization, or organizations under Section 501(c)(3) of the Internal Revenue Code. Any such assets not so disposed of shall be disposed of by the Court in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations as said court shall determine.

ARTICLE VIII

BOARD OF DIRECTORS

A. The business and affairs of the Corporation shall be managed by a Board of Directors.

B. The initial Board of Directors of the Corporation shall consist of three (3) Directors, whose names and addresses are as follows:

<u>NAME</u>	<u>ADDRESS</u>
James C. Gentile	2902 Old Orchard Lane Parrish, Florida 34219
Ben Jordan	2012 Island Estate Drive Parrish, Florida 34219
Hugh E. McGuire, Jr.	11690 Erie Road Parrish, Florida 34219

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C. The number of Directors shall be as provided in the Bylaws of the Corporation, but shall not be less than three (3).

**ARTICLE IX
BYLAWS**

A. The Board of Directors shall adopt Bylaws for the Corporation at a meeting of the Board of Directors following the filing of these Articles of Incorporation.

B. The power to adopt, alter, amend or repeal the Bylaws of the Corporation may be exercised by the Board of Directors in accordance with the provisions of the Bylaws.

**ARTICLE X
AMENDMENTS TO ARTICLES**

These Articles of Incorporation may be amended as set forth in the Florida Statutes, as amended from time to time, or in accordance with the Bylaws of the Corporation.

**ARTICLE XI
REGISTERED OFFICE AND AGENT**

A. The street address of the initial registered office of the Corporation shall be:

1206 Manatee Avenue West
Bradenton, FL 34205

B. The name of the initial registered agent of the Corporation located at said address shall be Hugh E. McGuire, Jr.

**ARTICLE XII
INCORPORATOR**

The name and address of the incorporator is:

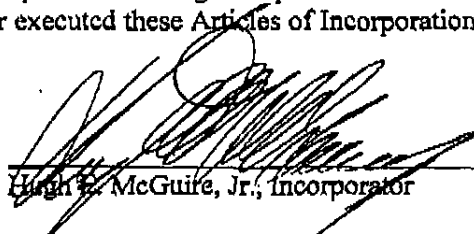
NAME

Hugh E. McGuire, Jr.

ADDRESS

1206 Manatee Ave West
Bradenton, FL 34205

IN WITNESS WHEREOF, for the purpose of forming a corporation under the laws of the State of Florida, the undersigned incorporator executed these Articles of Incorporation on this 1st day of July, 2008.



Hugh E. McGuire, Jr., Incorporator

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**STATE OF FLORIDA
COUNTY OF MANATEE**

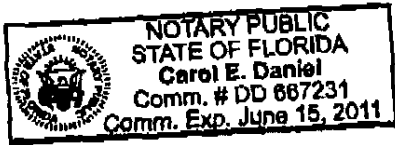
I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared Hugh E. McGuire, Jr. to me known to be the person described in and who executed the foregoing Articles of Incorporation and that he acknowledged before me that he executed the same. I relied upon the following form of identification of the above named person:

who is personally known to me,
 who produced _____ as identification.

WITNESS my hand and official seal in the County and State last aforesaid this 1st day of July, 2008.

Carol E. Daniel
NOTARY PUBLIC Carol E. Daniel

My Commission Expires:

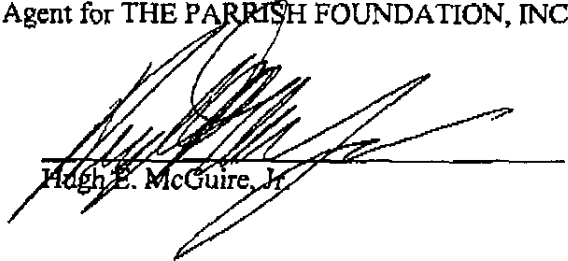


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ACCEPTANCE OF REGISTERED AGENT

I hereby accept to act as initial Registered Agent for THE PARRISH FOUNDATION, INC.
as stated in these Articles of Incorporation.



Hugh E. McGuire, Jr.

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