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Florida Department of State
Division of Corporations
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From:

Account Name : SIEGFRIED, KIPNIS, RIVERA, LERNER, DE LA TORRE & MOCA
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Phone : (305) 442-3334
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(EOX)

FLORIDA PROFIT/NON PROFIT CORPORATION

MASHBURN FAMILY FOUNDATION, INC.

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COVER LETTER

October 16, 2008

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

SUBJECT: MASHBURN FAMILY FOUNDATION, 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: Elisabeth D. Kozlow, Esquire
Name (Printed or typed)
SIEGFRIED, RIVERA, LERNER, DE LA TORRE & SOBEL, P.A.
201 Alhambra Circle, Suite 1102
Address
Coral Gables, Florida 33134
City, State & Zip
305-442-3334
Daytime Telephone number

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

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ARTICLES OF INCORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be:

MASHBURN FAMILY FOUNDATION, INC.

ARTICLE II PRINCIPAL OFFICE

The principal street address and mailing address, if different is:

4045 Sheridan Avenue, #223, Miami Beach, Florida 33140

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

Exclusively for charitable, religious, educational, and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected and appointed:

Directors of the corporation shall be elected at the annual meeting of the Members in the manner determined by the By-Laws.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List name(s), address(es), and specific title(s):

Jamal L. Mashburn, President and Director
4045 Sheridan Avenue, #223
Miami Beach, Florida 33140

Michelle L. Mashburn, Secretary and Director
4045 Sheridan Avenue, #223
Miami Beach, Florida 33140

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

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

SKRLD, Inc.
201 Alhambra Circle
Suite 1102
Coral Gables, Florida 33134

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ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Elisabeth D. Kozlow, Esquire
Siegfried, Rivera, Lerner, De La Torre & Sobel, P.A.
201 Alhambra Circle, Suite 1102
Coral Gables, Florida 33134

ARTICLE VIII RESTRICTIONS ON ACTIVITIES

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation 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 Article III hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal code.

ARTICLE IX DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed for one (1) or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the 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 so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation 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.

ARTICLE X DISTRIBUTIONS

The corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE XI NO SELF-DEALING

The corporation shall not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

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ARTICLE XII EXCESS BUSINESS HOLDINGS

The corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section any future federal tax code.

ARTICLE XIII NO TAXABLE INVESTMENTS

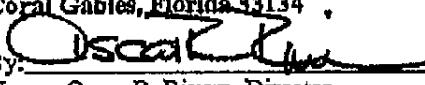
The corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE XIV NO TAXABLE EXPENDITURES

The corporation will not make any taxable expenditures as defined in section 4945 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

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.

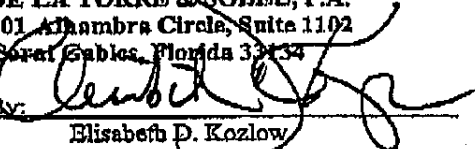
SKRLD, INC., a Florida corporation
201 Alhambra Circle, Suite 1102
Coral Gables, Florida 33134

By: Name: Oscar R. Rivera, Director

Signature/Registered Agent

Date 10/16/08

STEGFRIED, RIVERA, LERNER,
DE LA TORRE & SOBEL, P.A.
201 Alhambra Circle, Suite 1102
Coral Gables, Florida 33134

By: 

Elisabeth D. Kozlow

Signature/Incorporator

Date 10/16/08

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