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TALLAHASSEE, FLORIDA  
14 JUL -3 AM 10:02

*Amend & Restated*

JUL 22 2014  
T. CARTER

**COVER LETTER**

June 30, 2014

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: BallenIsles Charities Foundation, Inc.

DOCUMENT NUMBER: N11000006205

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

James N. Krivok, Esquire

(Name of Contact Person)

DICKER, KRIVOK & STOLOFF, P.A.

(Firm/ Company)

1818 Australian Avenue South, Suite 400

(Address)

West Palm Beach, FL 33409

(City/ State and Zip Code)

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

For further information concerning this matter, please call:

James N. Krivok

(Name of Contact Person)

561

at ( )

615-0123

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- \$35 Filing Fee
- \$43.75 Filing Fee & Certificate of Status
- \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)
- \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is Enclosed)

**Mailing Address**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**AMENDED AND RESTATED ARTICLES OF INCORPORATION**

**OF**

14 JUL -3 AM 10:02

**BALLENISLES CHARITIES FOUNDATION, INC.**

THE UNDERSIGNED, desiring to incorporate for the purpose of becoming a corporation not-for-profit under Chapter 617, Laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation not-for-profit.

**ARTICLE I**  
**NAME OF CORPORATION**

The name of this corporation shall be Ballenisles Charities Foundation, Inc.

**ARTICLE II**  
**ADDRESS OF PRINCIPAL OFFICE**

The location and post office address of the initial office of the corporation is:

100 Ballenisles Circle  
Palm Beach Gardens, FL 33418

**ARTICLE III**  
**PURPOSES**

A. The Corporation is incorporated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of the United States or the corresponding section of any future Internal Revenue Law of the United States and shall have unlimited power to engage in and to do any lawful act concerning any or all lawful business for which corporations may be incorporated under the Florida Not-For-Profit Corporation Act consistent with the foregoing. The Corporation does not contemplate pecuniary gain or profit, incidental or otherwise.

B. No part of the assets, income or net earnings of the Corporation shall inure to or be distributed for the benefit of any individual and no member, director, officer or employee of the Corporation shall be compensated for their services nor receive any pecuniary benefits of any kind for services in effecting the corporate purposes. No substantial part of the activities of the Corporation shall consist of promoting, opposing or otherwise attempting to influence legislation; nor shall the Corporation participate or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, 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 provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170 of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue law).

C. Any provision of law to the contrary notwithstanding the Corporation may not merge or consolidate with any corporation which is not an exempt organization as defined in Section 801(e)(3) and Section 170(b)(1)(A) other than in clauses (vii) and (viii) of the Internal Revenue Code, or their successor provisions, and which has not been in existence and so described for a continuous period of at least sixty (60) calendar months.

D. In the event the Corporation is dissolved and liquidated the Board of Directors shall, after paying or making provisions for payment of all of the liabilities of the Corporation, distribute the corporate property and assets solely for charitable, public or educational services to an organization or organizations that have previously been the recipient of a contribution(s) from the Foundation. Any of the property or assets not so distributed shall be disposed of by the court having jurisdiction of the dissolution and liquidation of a Florida not-for-profit corporation exclusively to such charitable organization or organizations as are then qualified tax-exempt organizations as defined above.

E. The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942(a) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

F. The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) which would give rise to any liability for the tax imposed by Section 4941(a) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

G. The Corporation shall not retain any excess business holdings as defined in Section 4943(c) which would give rise to any liability for the tax imposed by Section 4943(a) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

H. The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 so as to give rise to the liability for the tax imposed by Section 4944(a) of the Internal Revenue Code or 1954 or corresponding provisions of any subsequent Federal tax laws.

I. The Corporation shall not make any taxable expenditures as defined in Section 4945(d) which would give rise to any liability for the tax imposed by Section 4945(a) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

#### **ARTICLE IV** **MEMBERS**

The membership in this Corporation shall consist of the individuals serving as Directors of the Corporation.

#### **ARTICLE V** **NUMBER OF DIRECTORS**

The business of the Corporation shall be conducted by a Board of Directors which shall consist of seven (7) persons who will be elected and/or appointed in accordance with the Bylaws.

#### **ARTICLE VI** **DURATION**

This Corporation shall exist perpetually unless dissolved according to law.

**ARTICLE VII**  
**BYLAWS**

The Bylaws of the Corporation shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the Bylaws.

**ARTICLE VIII**  
**AMENDMENTS**

These Articles of Incorporation may be amended, from time to time, by a majority vote of all the Directors. These Articles of Incorporation shall not be amended to modify the charitable purposes for which the Corporation is exclusively formed.

**ARTICLE IX**  
**REGISTERED OFFICE**

The name and Florida street address of the Registered Agent is:

James N. Krivok, Esquire  
Dicker, Krivok & Stoloff, P.A.  
1818 Australian Avenue South, Suite 400  
West Palm Beach, FL 33409

The foregoing Amended and Restated Articles of Incorporation were approved by the Board of Directors on June 10, 2014.



Fred Corrado, President

Attest:

  
Secretary

The date of each amendment(s) adoption: \_\_\_\_\_

Effective date if applicable: \_\_\_\_\_

(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.

There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated June 20, 2014

Signature [Handwritten Signature]

(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

FRED CORRADO  
(Typed or printed name of person signing)

President  
(Title of person signing)