

N12000005899

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H12000157427 3)))



H120001574273ABC5

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850)617-6381

From: Account Name : BRANT, ABRAHAM, REITER & MCCORMICK, P.A.
Account Number : I20040000043
Phone : (904)358-2750
Fax Number : (904)353-1166

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: tmreiter@barmjlaw.com

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 JUN 13 AM 10:40

**FLORIDA PROFIT/NON PROFIT CORPORATION
LAMBROU ANDREWS FOUNDATION, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

RECEIVED
12 JUN 13 PM 3:00
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

6021-1

Electronic Filing Menu Corporate Filing Menu Help

Ps 6/14/12

12 JUN 13 AM 10:40

ARTICLES OF INCORPORATION
OF
LAMBROU ANDREWS FOUNDATION, INC.

ARTICLE I. - NAME

The name of the Corporation shall be the LAMBROU ANDREWS FOUNDATION, INC.

ARTICLE II. - STATEMENT OF CORPORATE NATURE

This is a nonprofit corporation organized solely for general charitable purposes pursuant to the Florida Not For Profit Corporation Act set forth in Chapter 617 of the Florida Statutes.

ARTICLE III. - GENERAL AND SPECIFIC PURPOSES; PROHIBITED ACTIVITIES

Section 1. General and Specific Purposes. The corporation is organized and shall be operated exclusively for religious, charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), and the Treasury Regulations issued thereunder or the corresponding provisions of any future United States Revenue Law. The specific function of the corporation shall be to hold assets for investment and to distribute at a minimum the income therefrom exclusively to one or multiple charitable, educational and/or religious organizations that qualify as a public charity within the meaning of Section 501(c)(3) and Section 509(a)(1), (2), or (3) of the Code.

Section 2. Prohibited Activities. The corporation shall not attempt to influence legislation by propaganda or otherwise; nor shall it directly or indirectly participate in, or intervene in (by publication or distribution of any statements or otherwise) any political campaign on behalf of or in opposition to any candidate for public office. The corporation may not (i) engage in any act of "self-dealing," as defined in Section 4941(d) of the Code, which would give rise to any liability for the tax imposed by Section 4941(a) of the Code; (ii) retain any "excess business holdings," as defined in Section 4943(c) of the Code, which would give rise to any liability for the tax imposed by Section 4943(a) of the Code; (iii) make any investment which would jeopardize the carrying out of any of its exempt purposes, within the meaning of Section 4944 of the Code, so as to give rise to any liability for the tax imposed by Section 4944(a) of the Code; and (iv) make any "taxable expenditures", as defined in Section 4945(d) of the Code, which would give rise to any liability for the tax imposed in Section 4945(a) of the Code. Further, the corporation shall distribute for its exempt purpose, amounts at least sufficient to avoid liability for the tax imposed by Section 4942(a) of the Code.

ARTICLE IV. - TERM

The corporation shall have a perpetual existence.

Thomas M. Reiter
Fl. Bar No. 0315850
Brant Abraham Reiter McCormick & Johnson, P.A.
50 North Laura Street, Suite 2750
Jacksonville, FL 32202
(904) 358-2750

ARTICLE V. - NON-MEMBERSHIP CORPORATION

The corporation shall not have any members.

ARTICLE VI. - INCORPORATORS

The name and address of the incorporator of the corporation are as follows:

BRANT, ABRAHAM, REITER, MCCORMICK & JOHNSON, P.A.
50 North Laura Street, Suite 2750
Jacksonville, Florida 32202

ARTICLE VII. - LOCATION OF PRINCIPAL OFFICE AND
IDENTIFICATION OF REGISTERED AGENT

Section 1. The County in the State of Florida where the principal office for the transaction of the business of the corporation is to be located is the County of Duval. The street address of the initial principal office of the corporation is 1998 River Road, Jacksonville, Florida 32207. The mailing address of the initial principal office of this corporation is the same.

Section 2. The street address of the corporation's initial registered office and the name of its initial registered agent at such address are BRANT, ABRAHAM, REITER, MCCORMICK & JOHNSON, P.A., 50 North Laura Street, Suite 2750, Jacksonville, Florida 32202.

ARTICLE VIII. - MANAGEMENT OF CORPORATE AFFAIRS

Section 1. Board of Directors. The powers of the corporation shall be exercised, its properties controlled, and its affairs conducted by a board of directors. The number of directors of the corporation shall be no fewer than three (3) persons and no more than fifteen (15) persons; provided, however, that such number may be changed (but not less than three (3)) by a bylaw duly adopted by the directors. The method of election of the members of the board of directors shall be stated in the bylaws of the corporation.

The directors named herein as the first board of directors shall hold office as set forth in the bylaws of the corporation. The names of such initial members of the board of directors shall be Dr. Fred H Lambrou, Jr., Patricia D. Andrews and Richard E. Mugge.

Section 2. Corporate Officers. The board of directors shall elect the following officers: president, vice president, treasurer, and secretary, and such other officers as the bylaws of the corporation may authorize the directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the board of directors. Until such election is held, the following persons shall serve as corporate officers:

Fred H Lambrou, Jr.	President
Patricia D. Andrews	Vice President/Treasurer
Richard E. Mugge	Secretary

ARTICLE IX. - BYLAWS

Subject to the limitations contained in the bylaws, and any limitations set forth in the Florida Not-For-Profit Corporation Act, bylaws of the corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of directors or by following the procedures set forth therefor in the bylaws.

ARTICLE X. - DEDICATION OF ASSETS

The property of the corporation is irrevocably dedicated to religious, charitable and educational purposes and no part of the net income or assets of the corporation shall ever inure to the benefit of any director, officer, or to the benefit of any private individual.

ARTICLE XI. - DISTRIBUTION OF ASSETS

Upon the dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for religious, educational, or charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Code, or corresponding provisions of any subsequent federal tax laws.

ARTICLE XII. - STOCK

This corporation shall not have any power to issue certificates of stock or declare dividends.

ARTICLE XIII. - AMENDMENT OF ARTICLES

Amendments to these articles of incorporation may be adopted by the majority vote of the board of directors at a regular or special meeting called for said purpose or by following the procedures set forth therefor in the bylaws.

I, the undersigned, being the incorporator of the corporation, for the purpose of forming this nonprofit charitable corporation under the Laws of Florida, have executed these Articles of Incorporation on June 12, 2012.

12 JUN 13 AM 10:40

BRANT, ABRAHAM, REITER,
MCCORMICK & JOHNSON, P.A.

By: [Signature]
Thomas M. Reiter
Its: Vice-President

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 12th day of June, 2012, by Thomas M. Reiter, who is personally known to me or who has produced _____ as identification.

[Signature]
Print Name: JANET L. MARSHALL
Notary Public - State of Florida at Large



REGISTERED AGENT'S ACCEPTANCE

The undersigned, by execution hereof, hereby accepts all of the duties and responsibilities of a Registered Agent for the LAMBROU ANDREWS FOUNDATION, INC. a Florida not-for-profit corporation, in accordance with Florida Statutes, Section 617.0501, as may be amended from time to time.

BRANT, ABRAHAM, REITER,
MCCORMICK & JOHNSON, P.A.

By: [Signature]
Thomas M. Reiter
Its: Vice-President