

N/2000009701

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

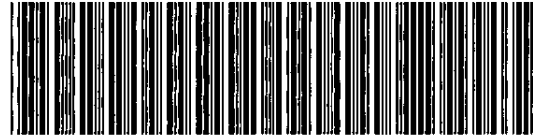
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



500240539565

10/10/12--01014--008 \*\*87.50

2011 OCT 10 12:10:51  
STATE  
TALLAHASSEE, FLORIDA

*Handwritten:* 10/11/12

**SORLING  
NORTHROP**  
ATTORNEYS

October 9, 2012

Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**Re: Brandt Foundation Inc.**

To Whom it May Concern:

Enclosed please find the Not-for-Profit Articles of Incorporation for Brandt Foundation, Inc. We have included a check in the amount of \$87.50 for the filing fee, certified copy and certificate. Please file and return our certified copy in the enclosed postage paid envelope.

Very truly yours,



Michelle P. Clatfelter

MPC/jeb

Enclosures

Reply To:

1 North Old State Capitol  
Plaza, Suite 200  
P.O. Box 5131  
Springfield, IL 62705

P: 217-544-1144

F: 217-522-3173

www.sorlinglaw.com

---

**Michelle P. Clatfelter**  
Attorney  
mpclatfelter@sorlinglaw.com

---

Stephen A. Tagge  
C. Clark Germann  
Gary A. Brown  
Frederick B. Hoffmann  
William R. Enlow  
Michael C. Connelly  
John A. Kauerauf  
James M. Morphew  
Stephen J. Bochenek  
David A. Rolf  
Peggy J. Ryan  
Todd M. Turner  
R. Lee Allen  
James D. Broadway  
E. Zachary Dinardo  
James G. Fahey  
Michael G. Horstman Jr.  
Stephen F. Hedinger  
Jennifer M. Ascher  
Jeffrey R. Jurgens  
Lisa Harms Hartzler  
John R. Simpson  
Elizabeth A. Urbance  
Lisa A. Petrilli  
Emily B. Cour  
Brian D. Jones  
Michelle P. Clatfelter  
Michelle L. Blackburn  
Jeffrey T. Baker  
J. Scott Williams  
Kevin M. Morphew  
Lindsay R. Evans

---

Of Counsel:

R. Gerald Barris  
William B. Bates  
Mark H. Ferguson

---

401 S.W. Water Street  
Suite 301  
Peoria, IL 61602

P: 309-674-1144

F: 309-671-4368

**COVER LETTER**

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

**SUBJECT:** Brandt 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:** Joe Brummel  
Name (Printed or typed)

2935 South Koke Mill Road  
Address

Springfield, IL 62711  
City, State & Zip

(217) 626-1123  
Daytime Telephone number

Joe.Brummel@brandt.co  
E-mail address: (to be used for future annual report notification)

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

**ARTICLES OF INCORPORATION  
OF  
BRANDT FOUNDATION, INC.  
NOT-FOR-PROFIT CORPORATION**

RECORDED & INDEXED  
FALLAHSSTEE, FLORIDA  
12 OCT 10 11 AM 10:56

---

Pursuant to the provisions of "Florida Not For Profit Corporation Act," the undersigned incorporator(s) hereby adopt the following Articles of Incorporation.

**ARTICLE I**

**Name**

The name of the Corporation is: BRANDT FOUNDATION, INC., referred to herein as "Foundation."

**ARTICLE II**

**Principal Office**

The principal office and mailing address of the Foundation shall be 2935 South Koke Mill Road, Springfield, Illinois 62711.

**ARTICLE III**

**Purpose for which the Foundation is Organized**

Section 3.1 Tax Exempt Purpose. The Foundation is organized exclusively for charitable, educational, religious or scientific purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding section of any future federal tax code ("Code"), including the making of distributions that qualify as tax exempt organizations under Code section 501 (c)(3).

The Foundation is a not-for-profit corporation organized under the Florida Corporation Not for Profit Act, chapter 617, Florida Statutes, and is intended to qualify for federal tax exemption under Section 501(c)(3) of the Code. It is not organized for the private gain of any person. The Foundation has only such powers now or hereafter granted by the Florida Corporation Not for Profit Act as are in furtherance of the purposes enumerated in Code section 501 (c)(3) and the regulations thereunder. The Foundation shall not engage in any activities, which would disqualify it from being exempt from taxation under Code sections 501 (a) or 501 (c)(3) or the corresponding provision of any future United States Internal Revenue Law.

Section 3.2 Power to Receive Gifts. The Foundation is empowered to receive any and all real or personal property by gift, legacy or devise; to accept, hold, administer, invest and disburse such funds as may from time to time be contributed to it by any person, firm or corporation; and to hold, use, sell, invest and reinvest all such property and collect and disburse the income therefrom and principal thereof for the aforesaid purposes at the direction of the Directors.

Section 3.3 Limitations on Purpose. Notwithstanding anything herein to the contrary, (1) no assets of the Foundation shall be donated, distributed, applied to, paid over or otherwise used or employed in any manner which would disqualify the Foundation from being exempt from taxation under Code sections 501 (a) or 501 (c)(3) or the corresponding provision of any future United States Internal Revenue Law; and (2) no substantial part of the activities of the Foundation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the Foundation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office.

#### ARTICLE IV

##### Manner of Election

The powers of this Foundation shall be exercised, its properties controlled and affairs supervised by a Board of Directors, the precise number of which shall be set by the Bylaws of the Foundation. Each member of the Board of Directors shall be elected during an organization meeting of the Foundation in the manner and for the terms prescribed in the Bylaws, and shall hold office until their respective successors are duly elected and qualified. The affairs of the Foundation shall be managed by Board of Directors, who shall elect officers during an organization meeting of the Foundation in accordance with the Bylaws.

#### ARTICLE V

##### Initial Officers and Board of Directors

The names and addresses of the initial Board are as follows:

Rick C. Brandt  
2935 South Koke Mill Road  
Springfield, IL 72711

Tim McArdle  
2935 South Koke Mill Road  
Springfield, IL 72711

Joe Brummel  
2935 South Koke Mill Road  
Springfield, IL 72711

Karl Barnhart  
2935 South Koke Mill Road  
Springfield, IL 72711

Bill Engel  
2935 South Koke Mill Road  
Springfield, IL 72711

Evelyn Thomas  
2935 South Koke Mill Road  
Springfield, IL 72711

2011 OCT 10 AM 10:51  
FALLALIA STREET FLORIDA

12 OCT 10 AM 10:51

2011 OCT 10 AM 10:51

12 OCT 10 AM 10:58  
TALLAHASSEE, FLORIDA

**ARTICLE VI**

**Registered Office and Registered Agent**

The street address of the initial registered office of the Foundation is 371 Channelside Way, Unit 1204, Tampa, Florida 33602-6774, and the name of the Registered Agent of the Foundation at that address is Rick C. Brandt.

**ARTICLE VII**

**Incorporator(s)**

The name and address of the Incorporator of the Foundation is: Joe Brummel, 2935 South Koke Mill Road Springfield, IL 72711.

**ARTICLE VIII**

**Restrictions**

The Foundation is not formed for pecuniary profit or financial gain. No part of the assets, income, profit or net earnings of the Foundation shall be distributable to, or inure to the benefit of, its members, Directors, or officers except to the extent permitted under the Florida Corporation Not for Profit Act.

The Foundation shall not take any steps that will facilitate the transaction of specific business by its members or promote the private interest of any member, or engage in any activities that would constitute a regular business of any kind ordinarily carried on for profit.

**ARTICLE IX**

**Indemnities**

The liability of the Foundation's Officers, Directors, Employees and Agents is limited. The Foundation shall have the power to fully indemnify its Officers, Directors, Employees and Agents as provided for in Florida Statutes Chapter 607. The determination regarding indemnity, as required by these Statutes, shall be made by the Directors.

**ARTICLE X**

**Dissolution**

In the event that this Foundation shall be dissolved and its affairs brought to a close, the assets of the Foundation shall be distributed exclusively to such charitable, scientific or educational organization which would at that time qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may

hereafter be amended, as the Board of Directors in their complete discretion at the time of such dissolution shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the Foundation 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.

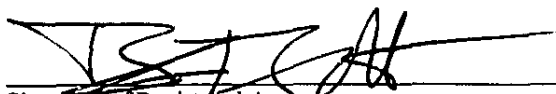
## ARTICLE XI

### Bylaws

The initial Bylaws of the Foundation shall be adopted by the Board of Directors. The Bylaws may be amended from time to time in the manner provided for therein.

### ACCEPTANCE OF REGISTERED AGENT


Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity.

  
\_\_\_\_\_  
Signature of Registered Agent

10/9/12  
\_\_\_\_\_  
Date

### ACCEPTANCE OF INCORPORATOR

I submit this document and affirm that the facts herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

  
\_\_\_\_\_  
Signature of Incorporator

10-8-12  
\_\_\_\_\_  
Date

RECEIVED  
12 OCT 10 AM 10:56  
FALLMASSEET FLORIDA