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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

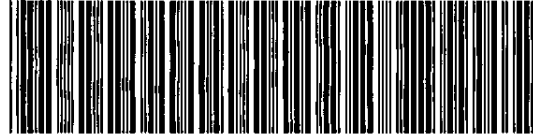
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(Business Entity Name)

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WA-70819

**HL&Y**  
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Attorneys At Law

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ALL CORRESPONDENCE TO:  
90130 OLD HIGHWAY  
TAVERNIER, FLORIDA 33070  
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MIAMI OFFICE  
9350 S. DIXIE HIGHWAY, SUITE 1400  
MIAMI, FLORIDA 33156  
(305) 670-7546 FAX (305) 514-0639

November 19, 2014

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Florida Keys Foundation, Inc.

Dear Sir or Madam:

Enclosed please find two original Articles of Incorporation for Florida Keys Foundation, Inc. together with our check in the sum of \$78.75 to cover the cost of filing and a certificate.

Please return the conformed Articles to our office at the above letterhead address.

Very truly yours,



Debbie Boyce, Secretary to  
Russell A. Yagel, Esq.

DB:db  
Enclosures

**HL&Y**  
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December 1, 2014

Ms. Jessica A. Fason  
Regulatory specialist II  
Florida Department of State  
Division of Corporation  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Florida Keys Foundation < Inc.  
Ref. Number: W14000070849

Dear Ms. Fason:

Enclosed please find in duplicate, the Certificate Designating Place of Business or Domicile for the Service of Process within Florida, Naming Agent Upon Whom Process May be Served, together with your correspondence dated November 25, 2014 and the enclosure.

Should you require anything further, please advise.

Very truly yours,



Debbie Boyce, Secretary to  
Russell A. Yagel, Esq.

DB:db  
Enclosures

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

November 25, 2014

DEBBIE BOYCE  
90130 OLD HIGHWAY  
TAVERNIER, FL 33070

SUBJECT: FLORIDA KEYS FOUNDATION, INC.  
Ref. Number: W14000070849

We have received your document for FLORIDA KEYS FOUNDATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.)

The registered agent must sign accepting the designation.

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Jessica A Fason  
Regulatory Specialist II

Letter Number: 414A00025062

ARTICLES OF INCORPORATION  
OF  
FLORIDA KEYS FOUNDATION, INC.

ARTICLE I

We, the undersigned subscribers and directors, all natural persons competent to contract, hereby associate ourselves together for the purpose of forming a nonprofit corporation under Chapter 617 of the laws of the State of Florida.

ARTICLE II

The name of this corporation shall be **FLORIDA KEYS FOUNDATION, INC.**

ARTICLE III

This corporation shall exist perpetually.

ARTICLE IV

This corporation is organized 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 V

The manner in which the directors are elected or appointed is provided in the by-laws of the corporation.

ARTICLE VI

The street address of the initial business office of this corporation is 90130 Old Highway, Tavernier, Florida 33070

ARTICLE VII

This corporation shall have three (3) voting directors initially. The number of directors may be either increased or decreased from time to time by the by-laws but shall never be fewer than three. Directors are elected and vacancies filled pursuant to and in accordance with the by-laws. The names and addresses of the initial directors of this corporation are:

Russell A. Yagel	147 Peace Avenue, Tavernier, Florida 33070
Kellie M. Evans	147 Peace Avenue, Tavernier, Florida 33070

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Stephanie A. Pacheco 147 Peace Avenue, Tavernier, Florida 33070

#### ARTICLE VIII

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 IV 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 tax code.

Upon the dissolution, termination, or winding up of the corporation, assets shall be distributed for one 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 IX

The name and address of the person signing these articles is:

Russell A. Yagel 90130 Old Highway, Tavernier, Florida 33070

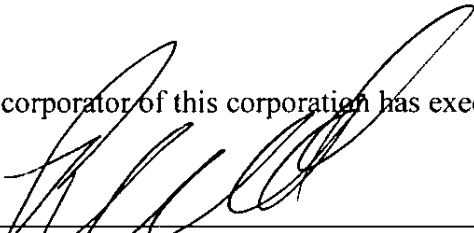
The name and address of the registered agent is:

Russell A. Yagel 90130 Old Highway, Tavernier, Florida 33070

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.

DATED this 18<sup>th</sup> day of November, 2014.

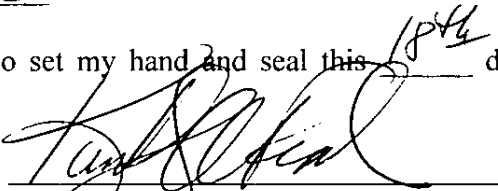
IN WITNESS WHEREOF, the undersigned incorporator of this corporation has executed these Articles of Incorporation.

  
\_\_\_\_\_  
RUSSELL A. YAGEL

STATE OF FLORIDA  
COUNTY OF MONROE

Before me, the undersigned authority personally appears RUSSELL A. YAGEL, to me well known to be the person who executed the foregoing Articles of Incorporation and acknowledged before me, according to law that he made and subscribed the same for the purposes therein mentioned and set forth. I relied upon the following form of identification of the above-named person: personally known.

November IN WITNESS WHEREOF, I have hereunto set my hand and seal this 18<sup>th</sup> day of November, 2014.

  
\_\_\_\_\_  
Notary Public, State of Florida  
Print Name: Kimberly K. Ford  
My Commission Expires:

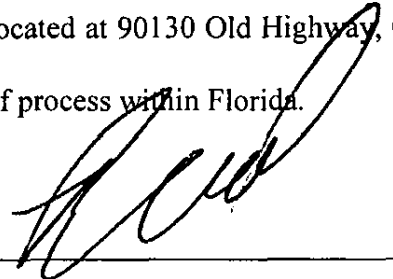


**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED.**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First--that **FLORIDA KEYS FOUNDATION, INC.**, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 90130 Old Highway, Tavernier, Florida 33070, has named Russell A. Yagel, who is familiar with and accepts the duties and responsibilities as Registered Agent, located at 90130 Old Highway, City of Tavernier, State of Florida, as its agent to accept service of process within Florida.

SIGNATURE \_\_\_\_\_



(CORPORATE OFFICER)

TITLE \_\_\_\_\_

*President*

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TAVERNIER, FLORIDA

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