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FLORIDA PROFIT/NON PROFIT CORPORATION
PHILIPPI FUND, INC.

2022 Nov 28 PM 1:19

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**ARTICLES OF INCORPORATION OF
PHILIPPI FUND, INC.**

a Florida not-for-profit corporation

PURSUANT to the provisions of Chapter 617, Florida Statutes, the Florida Not For Profit Corporation Act, the undersigned Incorporator of **PHILIPPI FUND, INC.** (the "Corporation") hereby adopts the following Articles of Incorporation for the Corporation:

ARTICLE I

Name

The name of the Corporation shall be **PHILIPPI FUND, INC.**

ARTICLE II

Principal Office

The street address of the principal office of the Corporation shall be c/o Stan Bronson, Executive Director, 1401 Silverleaf Oak Court, Palm Beach Gardens FL 33410-4482.

ARTICLE III

Purpose

Section 1. The Corporation shall be a not-for-profit corporation. The purposes for which the Corporation is organized are exclusively religious, charitable and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 (the "Code"). Notwithstanding any other provision of these articles of incorporation, the bylaws, or any other provision of law, the Corporation shall not carry on any activities which would cause it to fail to qualify, or to fail to continue to qualify, as (i) an organization exempt from federal income tax under section 501(c)(3) of the Code (or the corresponding section of any future federal tax code), or (ii) an organization to which contributions are deductible under sections 170, 2055, and 2522 of the Code (or the corresponding sections of any future federal tax code).

Section 2. No part of the earnings of the Corporation shall inure to the benefit of or be distributable to any private individual or person; provided, however, that the Corporation may pay reasonable compensation for services rendered to it and reimbursement of expenses reasonably incurred on its behalf.

Section 3. No 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 distributing of statements), any political campaign on behalf of or in opposition to any candidate for public office.

Section 4. If at any time or times the Corporation shall at classified as a private foundation under section 509(a) of the Code (or the corresponding section of any future federal tax code), then at such time or times the Corporation:

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(a) shall not engage in any act of self-dealing as defined in section 4941(d) of the Code (or corresponding section of any future federal tax code);

(b) 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 of the Code (or corresponding section of any future federal tax code);

(c) shall not retain any excess business holdings as defined in section 4943(c) of the Code (or corresponding section of any future federal tax code);

(d) shall not make any investment in such manner as to subject it to tax under section 4944 of the Code (or corresponding section of any future federal tax code); and

(e) shall not make any taxable expenditure as defined in section 4945(d) of the Code (or corresponding section of any future federal tax code).

Section 5. Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the 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.

ARTICLE IV
Election of Directors

The manner in which the directors are elected or appointed shall be provided in the Corporation's Bylaws.

ARTICLE V
Initial Directors

The powers of the Incorporator shall terminate upon the filing of these Articles of Incorporation. The names and mailing addresses of the persons who shall serve as directors until their successors are elected and qualify are as follows:

Stan Bronson
1401 Silverleaf Oak Court
Palm Beach Gardens FL 33410-4482

Kevin Hyde
1 Independent Drive, Suite 1300
Jacksonville FL 32202-5017

Raymond Welsh
4421 NW 6th Court
Coconut Creek FL 33066-1521

Timothy Welsh
844 Baybreeze Lane
Altamonte Springs FL 32714-7533

