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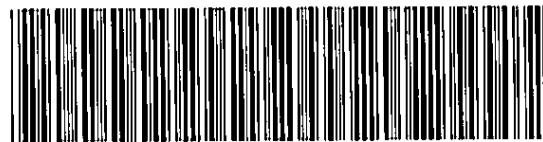
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DIRECTOR'S OFFICE
DIVISION OF CORPORATIONS
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2023 OCT 27 4:13 PM



CSC - Tallahassee
1201 Hays Street
Tallahassee, FL 32301-2607
850-558-1500, Ext: 61592

To: Department Of State, Division Of Corporations
From: Alexxis Weiland-Sorenson
Ext: 61592
Date: 10/27/23
Order #: 1296373-1
Re: The Coffee Pot Foundation, Inc.
Processing Method: Routine

TO WHOM IT MAY CONCERN:

- Enclosed please find:

Certificate of Formation/Incorporation

Amount to be deducted from our State Account: \$70.00 - FL State Account Number:
I20000000195

AUTH:

A handwritten signature in black ink, appearing to read 'Alexxis Weiland-Sorenson', written in a cursive style.

Please take the following action:

File in your office on basis

Issue Proof of Filing

Special Instructions:

Thank you for your assistance in this matter. If there are any problems or questions with this filing, please call our office.

**ARTICLES OF INCORPORATION
FOR THE
COFFEE POT FOUNDATION, INC.**

*a Florida Not-for-Profit Corporation
(Pursuant to Chapter 617, Florida Statutes.)*

The undersigned has, for the purpose of forming a not-for-profit Corporation under the laws of Florida, adopted the following Articles of Incorporation.

1. **Name.** The name of this Corporation is the **COFFEE POT FOUNDATION, INC.** (the "Corporation").
2. **Duration.** The period of duration of this Corporation is perpetual.
3. **Principal Office of Business.** The principal place of business and mailing address of the Corporation is 3500 Radio Road, Suite A, Naples, FL 34104.
4. **Purpose of Corporation.** The purposes, for which the Corporation is organized, are exclusively charitable, religious, scientific, literary or educational within the meaning of Section 501(c)(3) of the Internal Revenue Code, as amended, its regulations as they now exist or as they may hereafter be amended, and include all purposes, powers, and privileges conferred upon the Corporation by the Florida not-for-profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, as well as the more specific purpose of investing its corpus to produce income which will be distributed to public charities as required by the Private Foundation Rules of the Internal Revenue Code.
5. **Tax-Exempt Status.** The tax exempt purposes of this Corporation shall be to receive and maintain a fund or funds consisting of real property or personal property, whether tangible or intangible, or both and, subject to the restrictions and limitations which are hereinafter set forth, to use and apply the whole or any part of the income from the principal of the fund or funds exclusively for charitable, religious, scientific, literary or educational purposes, either directly or by contributions to organizations that qualify as exempt organizations under §501(c)(3) of the Internal Revenue Code and its regulations as they now exist or any may hereafter be amended. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by organizations described in §501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended.
6. **Specific Purpose.** The specific purpose of this Corporation is:
 - a. Any and all lawful purposes not for pecuniary profit.
 - b. To have authority to solicit and receive contributions, purchase, own and sell real property and personal property, to make contracts, to invest corporate funds, to spend corporate funds for corporate purposes, and to engage in any activity in furtherance of, incidental to, or connected with any of the other purposes.

- c. To engage in any and all activities and pursuits, and to raise funds to support or assist such other organizations, as may be reasonably related to the foregoing purposes.

7. **Limitations.**

- a. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, members of its Board of Directors, its officers or trustees, (if any) or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to the Corporation and to make payments and distributions in furtherance of its purposes set forth in these Articles.
- b. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise 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 any candidate for public office except as authorized under federal income tax under Section 501(c)(3) of the Code (or the corresponding provision of any future United States Internal Revenue Law).
- c. The Corporation shall not lend any of its assets to any officer or director of the Corporation (unless such loan program is regularly conducted as part of the activities of the organization and the qualification of the individual participate in the same is determined by a panel comprised solely of non-Board members), or guarantee to any person the payment of a loan by an officer or director of this Corporation.
- d. Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the 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(c)(2) of the Code (or the corresponding provision of any future federal tax code of the United States of America).

8. **Members.** As provided in the By-laws, the Corporation is organized on a non-stock basis and shall have no members.

9. **Board of Directors.** The affairs of the Corporation shall be managed by a Board of Directors. The number of directors of the Corporation shall be fixed and may be altered from time to time as may be provided in the By-laws. The number of Directors may be increased or decreased from time to time in accordance with the By-laws, but shall never be less than three (3) directors, and never more than seven (7) directors. The manner of election of the Board of Directors shall be set forth in the By-laws.

The names and addresses of the Initial Board of Directors, who shall serve until their successors are qualified according to the By-laws, are:

Brian E. Jones Executive Director
3500 Radio Road, Suite A
Naples FL 34104

Joanna Jones Director
2121 Heritage Trail
Naples FL 34112

Logan Jones Director
505 Mardel Drive
Naples, FL 34104

10. **Registered Office and Agent.** This Corporation appoints Brian E. Jones, who has been a bona fide resident of the State of Florida for at least three years, as its Registered agent in and for the State of Florida. The complete name and address of the Registered Agent and Office is:

Brian E. Jones
3500 Radio Road, Suite A
Naples FL 34104

11. **Incorporator.** The name and address of the incorporator is:

Brian E. Jones
3500 Radio Road, Suite A
Naples FL 34104

12. **By-laws.** Subject to the limitations set forth in Chapter 617 of the Florida Statutes that cannot be altered by a provision in the Articles of Incorporation or By-laws, the Board of Directors of this Corporation may adopt, modify or rescind the By-laws from time to time, or new By-laws may be adopted in the manner provided in the By-laws from time to time.

13. **Dissolution.** Upon the dissolution or winding up of this Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, shall be distributed to one or more not-for-profit fund(s), foundation(s), or corporation(s) which is/are organized and operated exclusively for charitable purposes and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code or corresponding provisions of any subsequent federal tax code or distributed by the federal government, or to a state or local government for public purposes, as selected by the Board of Directors. Any such assets not so disposed of must be disposed of by a court of competent jurisdiction in the county in which the principal office of this Corporation is

located, exclusively for such purposes or to such organization(s), as the court determines, which are organized and operated exclusively for such purposes.

14. **Amendment.** These Articles of Incorporation may be amended by any means permitted by the Florida Not-for-profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes and in any event, by a resolution of a majority of the Board of Directors.
15. **Effective Date.** These Articles are to be effective the date of filing unless otherwise specified below.

The undersigned Incorporator has digitally signed these Articles of Incorporation on this 10/26/2023 8:07 AM.

Brian E Jones
Signed on 2023/10/26 08:07 AM EST

Brian E. Jones

CERTIFICATE DESIGNATING REGISTERED AGENT AND OFFICE FOR SERVICE OF PROCESS

COFFEE POT FOUNDATION, INC, a not-for-profit corporation existing under the laws of the State of Florida with its principal office and mailing address at 3500 Radio Road, Suite A, Naples, Florida, has named, as its registered agent to accept service of process within the State of Florida, Brian E. Jones, with an address of 3500 Radio Road, Suite A, Naples, FL 34104.

ACCEPTANCE BY REGISTERED AGENT

I hereby accept the appointment as the initial registered agent of the COFFEE POT FOUNDATION, INC., a Florida not-for-profit corporation, simultaneously with my being designated in the foregoing Articles of Incorporation. I state that I am familiar with, and accept, the obligations and appointment of the position and agree to act in this capacity.

DATE: 10/26/2023 8:07 AM

Brian E Jones
Signed on 2023/10/26 08:07 AM EST

Brian E. Jones

2023 OCT 26 2:21:51 PM