

N9800005865

**Florida Department of State
Division of Corporations
Public Access System
Sandra B. Mortham, Secretary of State**

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.

((H98000019047 3)))

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) 487-6013

From:
Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

FILED
98 OCT 14 PM 2:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA NON-PROFIT CORPORATION

knight charitable foundation, inc.

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$70.00

me 10/14/98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 14, 1998

EMPIRE

SUBJECT: KNIGHT CHARITABLE FOUNDATION, INC.
REF: W98000023310

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The electronically submitted document must also include the preparer's Florida Bar membership number in the lower left hand corner of the document if the preparer is a member of the Florida Bar.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

If you have any further questions concerning your document, please call (850) 487-6919.

Beth Register
Corporate Specialist Supervisor

FAX Aud. #: H98000019047
Letter Number: 798A00050901

H98000019047

FILED

98 OCT 14 PM 2:42

ARTICLES OF INCORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OF

(6)

KNIGHT CHARITABLE FOUNDATION, INC.
A Florida Nonprofit Corporation

THE UNDERSIGNED hereby associates himself for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, rights, privileges, immunities, and liabilities of corporations for nonprofit.

ARTICLE I.

The name of the Corporation is: KNIGHT CHARITABLE FOUNDATION, INC.

ARTICLE II.

The address of the principal office of the corporation is c/o of JOHN S. BOHATCH, ESQ., 2600 Douglas Road, PH-8, Coral Gables, Florida 33134, and the mailing address of the corporation is c/o of JOHN S. BOHATCH, ESQ., 2600 Douglas Road, PH-8, Coral Gables, Florida 33134. However, this corporation may, from time to time, move the principal office to any other address in Florida, and shall have the right and power to transact business and establish offices within and without the State of Florida, and in foreign countries, as may be necessary or convenient.

ARTICLE III.

The term of existence of the Corporation is perpetual; and the corporate existence will commence on the filing of these Articles by the Department of State for the State of Florida.

THIS INSTRUMENT PREPARED BY:

John S. Bohatch, Esq.
Guttenmacher & Bohatch, P.A.
Penthouse 8, Douglas Centre
2600 Douglas Road
Coral Gables, FL 33134
Florida Bar No: 509930

(305) 442-4911

\\NTSERVER\WORK\KNIGE03K\FOUNDATION\art-foundation.doc

H98000019047

498000019047

ARTICLE IV.

The purposes for which the Corporation is organized are:

(1) To receive and maintain real or personal property, or both, and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary, or educational purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they may now exist or as they may hereafter be amended.

(2) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, any Director, Officer, or member of the corporation, or any other private individual (except that reasonable compensation may be paid for services rendered to or for the corporation, and reasonable expenses may be paid thereto, affecting one or more of the corporation's purposes), and no Director or Officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. No substantial part of the activities of the corporation shall include the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall neither participate nor intervene (including the publication or distribution of statements) in any political campaign on behalf of any candidate for public office, at any time.

(3) The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by Section 4942 of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

(4) The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

498000019047

498000019047

(5) The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

(6) The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

(7) The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

(8) 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 an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and the as they now exist or as they may hereafter be amended.

(9) Upon the dissolution of the corporation, the Board of Directors shall, after paying all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Laws), as the Board of Directors may determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court 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 the Court shall determine, which are organized and operated exclusively for such purposes.

(10) Pursuant to Section 617.0202(d) of Florida Statutes, Directors are elected according to the terms of the Bylaws of the corporation.

498000019047

ARTICLE V.

The names and street addresses of the initial Board of Directors of the Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
EDWARD B. KNIGHT	336 Duval Street Key West, Florida 33040
JOAN T. KNIGHT	336 Duval Street Key West, Florida 33040
Robert Spottswood	Same as above

ARTICLE VI.

The name and address of the incorporator is: JOHN S. BOHATCH, ESQ., 2600 Douglas Road, Penthouse 8, Coral Gables, Florida 33134.

ARTICLE VII.

The name and street address of the initial registered agent and registered office of this corporation is: JOHN S. BOHATCH, ESQ., Penthouse 8, Douglas Centre, 2600 Douglas Road, Coral Gables, Florida 33134.

IN WITNESS WHEREOF, I have subscribed my name this 19 day of October, 1998.



JOHN S. BOHATCH, Incorporator

498000019047

+H9800001907

ACKNOWLEDGEMENT

Having been named to accept service of process for the above corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



JOHN S. BOHATCH
Registered Agent

FILED

98 OCT 14 PM 2:42

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

+H9800001907