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FLORIDA NON-PROFIT CORPORATION

STEPHEN G. BLUME FAMILY FOUNDATION, INC.

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**ARTICLES OF INCORPORATION
OF
STEPHEN G. BLUME FAMILY FOUNDATION, INC.
A NONPROFIT CORPORATION**

The undersigned, desiring to form a corporation not for profit under Chapter 617, Florida Statutes, hereby certifies:

**ARTICLE I
NAME**

The name of this corporation is: **STEPHEN G. BLUME FAMILY FOUNDATION, INC.**

**ARTICLE II
PRINCIPAL ADDRESS**

The principal place of business and mailing address of the corporation is: c/o BCH Mechanical-TECO, 6354 118th Ave. N., Largo, Florida 33773.

**ARTICLE III
PURPOSE: MEMBERS**

1. The corporation is organized and shall be operated as a corporation not for profit, exclusively for religious, charitable, literary and educational purposes as described in Section 501(c)(3) of the Internal Revenue Code of 1986, as now or hereafter amended ("Code").

2. 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 be empowered to make the election authorized under Code Section 501(h). 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.

Prepared By:
Bruce H. Bokor, Esquire
Johnson, Blakely, Pope, Bokor,
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3. Notwithstanding any other provision of these articles, the corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under Code Section 501(c)(3) or by an organization, contributions to which are deductible under Code Section 170(c)(2).

4. Solely for the above purposes, the corporation is empowered to exercise all rights and powers conferred by the laws of the State of Florida upon corporations not for profit, including, but without limitation thereon, to receive gifts, bequests and contributions in any form, to use, apply, invest and reinvest the principal and/or income therefrom or distribute the same for the above purposes.

5. Without in any way limiting the foregoing purposes, the corporation shall be authorized to receive contributions and to make distributions of cash and property which qualify as "qualifying distributions," as defined in Code Section 4942(g) or which qualify as a "set-aside," as described in Code Section 4942(h).

6. The sole class of members of the corporation shall be the corporation's board of directors.

ARTICLE IV MANNER OF ELECTION OF DIRECTORS

The method of election of the corporation's directors shall be stated in the bylaws.

ARTICLE V LIMITATIONS

1. 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 III 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 Code Section 501(c)(3), or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Code Section 170(c)(2), or the corresponding section of any future federal tax code.

2. The corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by Code Section 4942, or the corresponding section of any future federal tax code.

3. The corporation will not engage in any act of self-dealing as defined in Code Section 4941(d), or the corresponding section of any future federal tax code.

4. The corporation will not retain any excess business holdings as defined in Code Section 4943(c), or the corresponding section of any future federal tax code.

5. The corporation will not make any investments in a manner as to subject it to tax under Code Section 4944, or the corresponding section of any future federal tax code.

6. The corporation will not make any taxable expenditures as defined in Code Section 4945(d), or the corresponding section of any future federal tax code.

ARTICLE VI DISTRIBUTION OF ASSETS ON DISSOLUTION

In the event the corporation dissolves, the board of directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, distribute all remaining assets of the corporation exclusively to charitable organizations which would then qualify under the provisions of Code Sections 501(c)(3) and 170(c)(2) and the treasury regulations, as now they exist, or as they may hereafter be amended.

ARTICLE VII INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered office of the corporation are:

STEPHEN G. BLUME

c/o BCH Mechanical-TECO
6354 118th Ave. N.
Largo, Florida 33773

ARTICLE VIII INCORPORATORS

The names and addresses of the persons signing these Articles are:

STEPHEN G. BLUME

c/o BCH Mechanical-TECO
6354 118th Ave. N.
Largo, FL 33773

DARYL W. BLUME

c/o BCH Mechanical-TECO
6354 118th Ave. N.
Largo, FL 33773

BRUCE FYFE

611 Druid Rd.
Suite 105
Clearwater, FL 33756

ARTICLE IX
POWERS

In addition to any powers allowed under the laws of the State of Florida, the corporation shall have the following powers:

1. To own, acquire, convey, exchange, lease, mortgage, encumber, transfer in trust, or otherwise dispose of, all property, real or personal; to borrow money, contract debts and issue bonds, notes and debentures, and to secure the payment of performance of its obligations.
2. To receive property by gift, devise or bequest, subject to the laws regulating the transfer of property by will, and otherwise to acquire and hold all property, real or personal, including shares of stock, bonds and securities of other corporations.
3. To enter into contracts with any person or entity, including any governmental body.
4. To perform every act necessary or proper for the accomplishment of the purposes enumerated or for the protection or benefit of the corporation.

ARTICLE X
EFFECTIVE DATE

These Articles shall be effective as of the date of filing with the Secretary of State's office.

IN WITNESS WHEREOF, the undersigned has subscribed his name this ____ day of _____, 2001, at Clearwater, Florida.

WITNESSES:

Sam Kennel
Chad Chitt

Stephen J. Blume
STEPHEN J. BLUME

06-01-01 09:24am From-JOHNSON, BLAKELY

+7274418617

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Sam Kendra
Chad Clift
Sam Kendra
Chad Clift

Daryl W. Blume
DARYL W. BLUME
Bruce Fyfe
BRUCE FYFE

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND STREET ADDRESS FOR SERVICE OF PROCESS
WITHIN FLORIDA**

Pursuant to Fla. Stat. § 48.091, STEPHEN G. BLUME FAMILY FOUNDATION, INC., desiring to organize under the laws of the State of Florida, hereby designates STEPHEN G. BLUME, located at c/o BCH Mechanical-TECO, 6354 118th Ave. N., Largo, Florida 33773 as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named corporation, at the place designated above, and agrees to comply with the provisions of Fla. Stat. § 48.091 relative to maintaining an office for the service of process.


STEPHEN G. BLUME

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