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SECRETARY OF STATE  
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June 20, 2001

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Coley Family Foundation, Inc.

**NO1000004314**

Filing Evidence

☐ Plain/Confirmation Copy

☒ Certified Copy

Retrieval Request

☐ Photocopy

☐ Certified Copy

Type of Document

☐ Certificate of Status

☐ Certificate of Good Standing

☐ Articles Only

☐ All Charter Documents to Include  
Articles & Amendments

☐ Fictitious Name Certificate

☐ Other

NEW FILINGS	
X	Profit
	Non Profit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of RA Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Reports
	Fictitious Name
	Name Reservation
	Reinstatement

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Liability
	Reinstatement
	Trademark
	Other

RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
2001 JUN 20 AM 10:04  
ACKNOWLEDGE  
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J. BRYAN JUN 20 2001

**ARTICLES OF INCORPORATION  
OF  
COLEY FAMILY FOUNDATION, INC.  
a Florida Non-Profit Corporation**

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TALLAHASSEE, FLORIDA

The undersigned, all of whom are citizens of the United States, desiring to form a Non-Profit corporation under the laws of the State of Florida, do hereby certify:

**ARTICLE I. NAME AND BUSINESS ADDRESS**

The name of the Corporation is **COLEY FAMILY FOUNDATION, INC.**. The principal place of business of this Corporation shall be 1716 Ocean Dunes Terrace, Daytona Beach, Florida 32118.

**ARTICLE II. PURPOSE**

A. 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 (hereafter referred to as the "Code"), or the corresponding section of any future federal tax code.

B. Despite any other provision in these articles, the corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that do not further the purposes of this corporation, and the corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from federal income tax under Internal Revenue Code section 501(c)(3) or the corresponding provision of any future United States internal revenue law, or (b) a corporation, contributions to which are deductible under Internal Revenue Code section 170(c)(2) or the corresponding provision of any future United States internal revenue law.

C. Except as limited hereunder, the Corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation that further the purposes expressed herein or are otherwise an insubstantial part of its activities.

### ARTICLE III. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of this Corporation is 313 South Palmetto Avenue, Daytona Beach, Florida 32114 and the name of the initial registered agent of this Corporation at that address is W. DENIS SHELLEY.

### ARTICLE IV. TERM OF EXISTENCE

The Corporate existence of this Corporation shall be perpetual, commencing on the day and date of the filing of these Articles with the Department of State.

### ARTICLE V. INITIAL DIRECTORS

This Corporation shall have three (3) directors initially. The initial directors of this Corporation shall be appointed by the unanimous agreement of the incorporators at the Organizational Meeting of the Corporation. Thereafter, the manner in which the directors shall be elected shall be pursuant to the Bylaws adopted by the Corporation as amended from time to time. The number of directors shall never be less than three (3).

## ARTICLE VI. INCORPORATOR(S)

The name and address of the initial incorporator to these Articles of Incorporation is as follows:

ELIZABETH P. COLEY-SMITH  
1716 Ocean Dunes Terrace  
Daytona Beach, Florida 32118

## ARTICLE VII. CORPORATE POWERS

The Corporate powers of this Corporation are as provided in Section 617.0302, Florida Statutes. The President and Secretary of the Corporation shall be authorized to sign all documents on behalf of and binding on the Corporation.

## ARTICLE VIII. MEMBERS

The Corporation shall not have members. Control of the Corporation shall be in the Board of Directors.

## ARTICLE IX. AMENDMENT

This Corporation, by and through its directors as provided by the Bylaws of the Corporation, reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the directors is subject to this reservation.

## ARTICLE X. DISSOLUTION

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. 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 XI. PROHIBITED ACTIVITIES

A. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, 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 II hereof.

B. 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.

C. Notwithstanding, 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 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 Code, or the corresponding section of any future federal tax code.

D. The corporation will not make any investments in a manner that would subject it to tax under Internal Revenue Code section 4944, or the corresponding provisions of any future United States internal revenue law.

E. The corporation will not make any taxable expenditures as defined in Internal Revenue Code section 4945(d), or the corresponding provisions of any future United States internal revenue law.

F. The corporation will not retain any excess business holdings as defined in Internal Revenue Code section 4943(c), or the corresponding provisions of any future United States internal revenue law.

G. The corporation will not engage in any act of self-dealing as defined in Internal Revenue Code section 4941(d), or the corresponding provisions of any future United States internal revenue law.

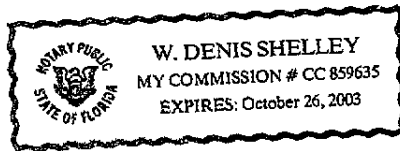
H. The corporation will distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Internal Revenue Code section 4942, or the corresponding provisions of any future United States internal revenue law.

In witness whereof the undersigned Incorporator has executed these Articles of Incorporation this 30<sup>th</sup> day of May, 2001.

  
ELIZABETH P. COLEY-SMITH

STATE OF FLORIDA  
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 30 day of May, 2001,  
by ELIZABETH P. COLEY-SMITH who did not take an oath and who is (are)  
X personally known to me \_\_\_\_\_ produced a driver's license as identification.



W. Denis Shelley  
Notary Public, State of Florida  
My Commission expires:

ACKNOWLEDGMENT BY DESIGNATED AGENT

Having been named to accept service of process for the above stated Corporation, at the place designated in these Articles and I hereby accept the appointment as Registered Agent and agree to act in this capacity I further agree to comply with the provision of Florida Statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Dated 5-30-01

By: W. Denis Shelley  
W. DENIS SHELLEY  
Resident Agent

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