

# N02000001780

## Transmittal Letter

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-03/06/02--01054--002  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Subject: The Farrell Foundation, Inc.

Enclosed are the Articles of Incorporation, a copy of the Articles of Incorporation and a check for \$87.50, for the filing fee, a certified copy and a certificate of status.

Thank you for your assistance in this matter.

Very Truly Yours,

Margaret Broenniman

1511 N. 66th Ave.  
Hollywood FL, 33024

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

03-13-02

# **ARTICLES OF INCORPORATION**

## **The Farrell Foundation, Inc.**

In Compliance with Chapter 617, F.S., (Not for Profit)

### **ARTICLE I NAME**

The name of the corporation shall be:

The Farrell Foundation, Inc.

### **ARTICLE II PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

1511 N. 66th Ave.  
Hollywood FL, 33024

### **ARTICLE III PURPOSE**

This corporation is organized exclusively for charitable, scientific and educational purposes. More specifically the mission is to provide scholarships to people as defined in the bylaws. To this end, the corporation shall at all times be operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, 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 of 1986, as now enacted or hereafter amended. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

### **ARTICLE IV LIMITATIONS**

At all times the following shall operate as conditions restricting the operations and activities of the corporation:

1. No part of the net earnings of the corporation shall inure to any member of the corporation not qualifying as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, nor to any Director or officer of the corporation, nor to any other private persons, excepting solely such reasonable compensation that the corporation shall pay for services actually rendered to the corporation, or allowed by the corporation as a reasonable allowance for authorized expenditures incurred on behalf of the corporation;
2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office; and
3. Notwithstanding any other provisions of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter

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amended, or (b) by an organization, contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code of 1986, as now enacted or hereafter amended.

4. The corporation shall not lend any of its assets to any officer or director of this corporation [unless such loan program is regularly conducted as part of the activities of the organization and the qualification of the individual to participate in 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.

#### **ARTICLE V EXEMPTION REQUIREMENTS**

At all times shall the following operate as conditions restricting the operations and activities of the corporation:

1. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or others private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in the purpose clause hereof.

2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

3. Notwithstanding any other provisions of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

#### **ARTICLE VI MEMBERSHIP/BOARD OF DIRECTORS**

The corporation may (but need not) have voting members, and such membership, if any, and classes thereof, shall be as defined in the corporation's bylaws. The management and affairs of the corporation shall be at all times under the direction of a Board of Directors, whose operations in governing the corporation shall be defined by statute and by the corporation's by-laws. No member or Director shall have any right, title, or interest in or to any property of the corporation.

The number of Directors constituting the first Board of Directors is three (3), their names, addresses, and titles being as follows:

James G. Garry, 1511 N. 66th Ave., Hollywood FL, 33024.

Margaret Broenniman, Esq., 1400 NE 14<sup>th</sup> St., Ft. Lauderdale, FL, 33304.

Benjamin Nahabedian, 901 Progresso Dr., #U1, Ft. Lauderdale, FL 33304.

Members of the first Board of Directors have been selected according to the by-laws and shall serve until the first annual meeting, at which their successors shall be duly elected and qualified, or removed as provided in the bylaws.

**ARTICLE VII PERSONAL LIABILITY**

No (member) officer, or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the (members) officer, or Directors be subject to the payment of the debts or obligations of this corporation.

**ARTICLE VIII DISSOLUTION**

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or 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 disposed of by the District Court of the county in which the principal office of the organization 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 IX INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address of the registered agent is:

Margaret Broenniman, Esq.  
1400 NE 14th St.  
Ft. Lauderdale, FL 33304

**ARTICLE X INCORPORATOR**

The name and address of the Incorporator is:

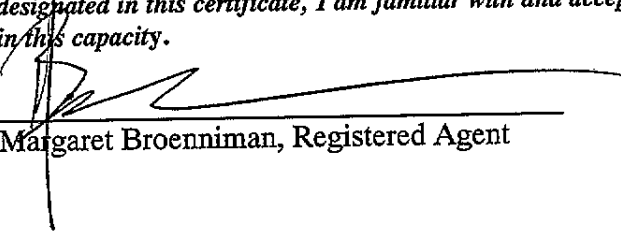
James G. Garry  
1511 N. 66th Ave.  
Hollywood FL, 33024.

The undersigned incorporator certifies that she executed these articles for the purposes herein stated.

  
James G. Garry

Date Feb 7, 2002

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*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.*

  
Margaret Broenniman, Registered Agent

Date Feb 7, 2002