

N040000006340

Florida Department of State
Division of Corporations
Public Access System

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.

((H04000133897 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)205-0381

From: Account Name : KRAMER A. LITVAK, P.A.
Account Number : I20010000047
Phone : (850)432-9818
Fax Number : (850)432-9830

RECEIVED
DIVISION OF STATE
CORPORATIONS

04 JUN 25 AM 8:19

FILED

FLORIDA PROFIT CORPORATION OR P.A.

BADM Foundation, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

Electronic Filing Menu

Corporate Filing

Public Access Help

06/25

FILED
04 JUN 25 AM 9:19
CLERK OF DISTRICT COURT
PENSACOLA, FLORIDA

**ARTICLES OF INCORPORATION
OF
BADM FOUNDATION, INC.**

The undersigned, acting as incorporator of a corporation under the Florida Not For Profit Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I
NAME AND PRINCIPAL OFFICE

The name of this corporation is **BADM FOUNDATION, INC.** and its principal office is located at 4140 Piedmont Drive, Pensacola, Florida 32503, and its mailing address is Post Office Box 9728, Pensacola, Florida 32513.

ARTICLE II
DURATION

This corporation shall exist perpetually, commencing upon the date of filing of these Articles of Incorporation.

ARTICLE III
PURPOSE

This is a nonprofit corporation, organized solely for general charitable purposes pursuant to the Florida Corporations Not for Profit Law set forth in Chapter 617 of the Florida Statutes. The general and specific purposes for which this corporation is formed is to combat illegal, under-age drinking and alcohol abuse among high school and college age youths, to make donations, contributions, and grants to other charitable institutions and to operate exclusively in any manner for such charitable and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or

(((H04000133897 3)))

Kramer A. Litvak
Litvak Beasley & Wilson, LLP
220 W. Garden Street, Suite 606
Pensacola, Florida 32502
(850) 432-9818
FL Bar No.:0965881

under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended, including private foundations and private operating foundations.

ARTICLE V
EARNINGS AND ACTIVITIES

A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, 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 IV hercof.

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 intervenc in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

C. 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 Section 501(c)(3) of the Internal Revenue Code of 1986 (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 Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

D. Notwithstanding any other provisions of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE VI
DISTRIBUTION OF ASSETS

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the corporation, dispose of all of the assets of

(((H04000133897 3)))

the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable and educational purposes as shall at any time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VII

DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to educational and charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

ARTICLE VIII

AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may occur by a amendment approved by the Board of Directors.

ARTICLE IX

INITIAL REGISTERED OFFICE AND AGENT

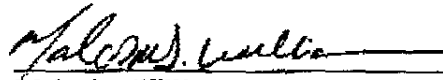
The address of the corporation's registered office shall be 4140 Piedmont Drive, Pensacola, Florida 32503, and the name of its registered agent at said address shall be Malcolm Williams.

ARTICLE X

INCORPORATOR

The name of the Incorporator of this corporation is Malcolm Williams, and his address is 4140 Piedmont Drive, Pensacola, Florida 32503. (((H04000133897 3)))

IN WITNESS WHEREOF, the undersigned incorporator has executed these
Articles of Incorporation this 23 day of JUNE, 2004.



Malcolm Williams, Incorporator


((H04000133897 3))

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, Malcolm Williams, am familiar with and hereby accept the appointment as registered Agent for BADM Foundation, Inc., as set forth in the Articles of Incorporation filed simultaneously herewith.

IN WITNESS WHEREOF, I have hereunto set my hand and Affixed my seal this 23 day of JUNE, 2004.

((H04000133897 3)))



Malcolm Williams

FILED
04 JUN 25 AM 8:19
CLERK OF SUPERIOR COURT
STATE OF MARYLAND