

09/29/2004 15:14 FAX 850 784 0857
Division of Corporations

BURKE & BLUE P.A.

0001

Page 1 of 1
SECRETARY OF STATE
DIVISION OF CORPORATIONS
04 SEP 29 AM 9:19

704000009313

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.

(((H04000195082 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 : BURKE AND BLUE, P.A.
Account Number : 072100000111
Phone : (850) 769-1414
Fax Number : (850) 784-0857

FLORIDA NON-PROFIT CORPORATION

MCLAUGHLIN FAMILY FOUNDATION, INC.

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$78.75

Electronic Filing Menu

Corporate Filing

Public Access Help

OB 9/30

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
04 SEP 29 AM 9:19

ARTICLES OF INCORPORATION

OF

MCLAUGHLIN FAMILY FOUNDATION, INC.

THE UNDERSIGNED, for the purpose of forming a not-for-profit corporation under Chapter 617, *Florida Statutes* (2003), pursuant to the Florida Not-for-Profit Corporation Act, hereby certify:

1. Name. The name of the proposed corporation (hereinafter called "the Corporation") is MCLAUGHLIN FAMILY FOUNDATION, INC.

2. Purpose. (a) The Corporation shall be a Type B corporation under Section 201(b) of the Not-for-Profit Corporation Law. The purposes for which the corporation is to be formed are exclusively to receive and administer funds for scientific, educational, and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 and to that end to hold any property, or any undivided interest in property, without limitation as to amount or value; to dispose of any such property and to invest, reinvest, or deal with the principal or the income in such manner as, in the judgment of the directors, will best promote the purposes of the Corporation without limitation, except such limitations as may be contained in the instrument under which such property is received, this Certificate of Incorporation, the Bylaws of the Corporation, or any applicable laws; to do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its directors or officers except as permitted under the Not-for-Profit Corporation Law. The specific purposes of the Corporation shall be for the benefit of i) educational institutions, ii) research institutions iii) community college and general higher education (post high school), iv) environmental causes, v) church activities and support and vi) such other qualified 501(c)(3) entities as may be designated by the Board of Directors from time to time.

(b) No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no member, trustee, 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 be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the Corporation shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

DOCUMENT PREPARED BY:
Edward A. Hutchison, Jr.
Florida Bar #0602655
BURKE, BLUE & HUTCHISON, P.A.
P.O. Box 70
Panama City, Florida 32402
(850) 769-1414

H04000195082 3

(c) The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(d) The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(e) The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue code of 1986, or corresponding provisions of any subsequent federal tax laws.

(f) The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(g) The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(h) Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted by an organization exempt under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of such Code and Regulations as they now exist or as they may be amended.

(i) Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to charitable, religious, scientific, literary, or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be amended.

3. Principal Office and/or mailing address. The office and/or mailing address of the Corporation is to be located in Panama City Beach, Bay County, Florida at 131 Grand Heron Drive, Panama City Beach, Florida 32407.

4. Territory. The territory in which the operations of the Corporation are principally to be conducted is the United States of America, and its territories and possessions, but the operations of the Corporation shall not be limited to such territory.

5. Directors. The names and addresses of the initial directors until the first annual meeting of the Corporation are:

H04000195082 3

<u>Name</u>	<u>Address</u>
JOHN W. MCLAUGHLIN, II	131 Grand Heron Drive Panama City Beach, FL 32407
SHARON ANNE MCLAUGHLIN	131 Grand Heron Drive Panama City Beach, FL 32407
BRIDGETTE LEANNE JENCKS	128 Grand Heron Drive Panama City Beach, FL 32407

The Corporation shall have as a minimum three (3) directors and a maximum of seven (7) directors.

6. Post office address. The address to which the Secretary of State shall mail a copy of process in any action or proceeding against the Corporation which may be served upon him is 131 Grand Heron Drive, Panama City Beach, Florida 32407.

In witness whereof the undersigned has signed this Certificate of Incorporation on September 29, 2004.

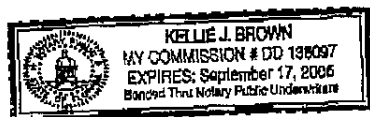

JOHN W. MCLAUGHLIN, II

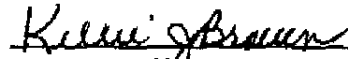
STATE OF FLORIDA
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 29th day of September, 2004, by JOHN W. MCLAUGHLIN, II. He (notary must check applicable box):

- ☒ is personally known to me.
☐ produced a current Florida driver's license as identification, No. _____.
☐ produced _____ as identification.

(NOTARY SEAL)




KELLIE J. BROWN
(Print Name)

Notary Public
Serial # DD 136097
My Commission Expires: 9-17-06

H04000195082 3

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

IN PURSUANCE OF CHAPTER 48.901, who Florida Statutes, the following is submitted, in compliance with said Act:

FIRST, that MCLAUGHLIN FAMILY FOUNDATION, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at Panama City Beach, County of Bay, State of Florida, has named JOHN W. MCLAUGHLIN, II, located at 131 Grand Heron Drive, Panama City Beach, County of Bay, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

HAVING been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby accept the Act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


JOHN W. MCLAUGHLIN, II
(Resident Agent)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
SEP 29 AM 9:19

H04000195082 3