

No 4000010085

Brian Mooney  
(Requestor's Name)

4350 W. Cypress St., Suite 820  
Tampa, FL 33607

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

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**ARTICLES of INCORPORATION for**  
**DARRELL JACKSON FAMILY FOUNDATION, INC.**  
(a Not For Profit Corporation)

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The undersigned person, hereby executes the following articles of incorporation and sets forth:

1. The name of the corporation is the **DARRELL JACKSON FAMILY FOUNDATION, INC.**

2. The corporation is organized exclusively for charitable, religious, educational, scientific research, literary purposes and for the support of amateur athletics and for the prevention of cruelty to children and animals. These articles do not expressly empower the organization to engage, otherwise than as an insubstantial part of its activities, in activities which in themselves are not in furtherance of these exempt purposes.

The corporation is being formed for the exempt purpose of charitable, religious, educational, scientific research, literary purposes and for the support of amateur athletics and for the prevention of cruelty to children and animals within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue Law).

The Corporation shall neither have nor exercise any power, nor shall it directly or indirectly engage in any activity that would (1) prevent it from obtaining exemption from federal income taxation as a corporation described in § 501(c)(3) of the Internal Revenue Code of 1986, or (2) cause it to lose such exempt status.

3. The corporation shall not be operated for the primary purpose of carrying on a trade or business for profit. It shall not have the power to issue certificates of stock or declare dividends, and no part of its net earnings shall inure to the benefit of any member, director or individual, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered to or for the corporation in carrying out its exempt purposes. The balance, if any, of all money received by the corporation from its operations, after the payment in full of all debts and obligations of the corporation of whatever kind or nature, shall be used and distributed exclusively for the corporation exempt purposes.

No substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation nor shall it in any manner or to any extent participate in or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office; nor shall the Corporation engage in any activities that are unlawful under the applicable federal, state or local laws.

No part of the net earnings of the Corporation shall inure to the benefit of or be

distributed to any private person except the Corporation shall be authorized to pay reasonable compensation for services rendered and to make payment and distributions in furtherance of the purposes set forth this Article.

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of § 501 (c)(3) of the Internal Revenue Code of 1986, 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 the Circuit Court of the county or city in which the principal office of the Corporation is then located, exclusively for such purpose or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

The Corporation is organized and operated as a corporation exempt from private foundation status under § 509(a) of the Internal Revenue Code of 1986. However, for any period during which the Corporation is a "private foundation" as defined by Section 509 of the Internal Revenue Code of 1986 the Corporation shall be subject to the following restrictions and prohibitions:

- (a) The Corporation shall make distributions for each taxable year at such time and in such manner as not to become subject to the tax imposed on undistributed income by Section 4942 of the Internal Revenue Code of 1986.
  - (b) The Corporation shall not engage in any act of self-dealing as defined in Section 4941 (d) of the Internal Revenue Code of 1986.
  - (c) The Corporation shall not retain any excess business holdings, which will subject it to tax under Section 4943 of the Internal Revenue Code of 1986.
  - (d) The Corporation shall not make any investments in a manner such as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986.
  - (e) The Corporation shall not make any taxable expenditure as defined in Section 4954 (d) of the Internal Revenue Code of 1986.
4. The corporation is to have no members.
5. The directors of the a Not For Profit Corporation shall be appointed to serve three-year terms by the initial director, who is also the Chairman of the Board of Directors. The number of directors to constitute the initial Board of Directors of the a Not For Profit Corporation shall be THREE (3). The directors shall each have voting rights. Each director shall have a single vote per individual issue brought before the Board.

6. The post office address, including street and number, of the initial registered office is: 4350 West Cypress Street, Suite 820, Tampa, Florida 33607, which is located in the County of Hillsborough, Florida.

7. The name of the registered agent is Brian Mooney who is resident of Florida.

8. The names and addresses of the initial directors are:

Darrell Lamont Jackson  
16011 Marshfield  
Tampa, FL 33624

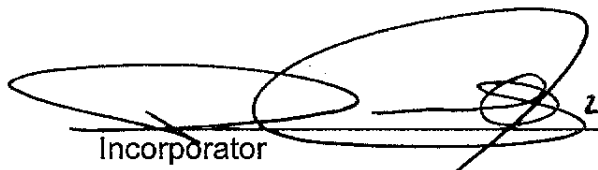
Joe J. Jackson  
16011 Marshfield  
Tampa, FL 33624

Zadie Jackson  
16011 Marshfield  
Tampa, FL 33624

9. The Corporation shall indemnify, to the fullest extent permitted and required by Florida Statutes, as such statutes exists now or may hereafter be amended, its Directors and Officers who are made a party to any proceeding by reasons of their office for acts or omissions performed in their official capacity.

There shall be no liability for the acts or omissions of any Officer or Director fo the Corporation in any proceeding brought by or in the right of the Corporation or brought by or on behalf of the members (or member) of the Corporation, if any, unless otherwise provided by the laws of the State of Florida, arising out of any single transaction, occurrence, or course of conduct.

Witness the following signature and seal this the 15 day of October, 2004.

  
Incorporator

STATE OF FLORIDA  
COUNTY OF Hillsborough

BEFORE ME, the undersigned authority, on this day of Oct 15, 2004, personally appeared Darrell L. Jackson to me well known to be the person described in and who signed the foregoing, and acknowledged to me that he

executed the same freely and voluntarily for the uses and purposes therein expressed,  
and who is personally known to me or who has produced  
\_\_\_\_\_ as identification.

WITNESS my hand and official seal the date aforesaid.



Noelle Docherty  
My Commission DD123881  
Expires June 16, 2008

A handwritten signature in cursive script, reading "Noelle Docherty", written over a horizontal line.

NOTARY PUBLIC

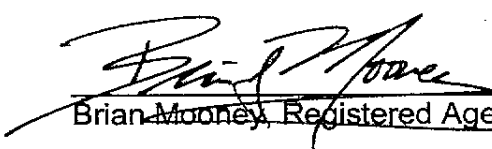
**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT AND REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is  
  
**DARRELL JACKSON FAMILY FOUNDATION, INC.**
2. The name and address of the registered agent and office is:  
  
Brian Mooney

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all 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.

10-15-04  
Date

  
Brian Mooney, Registered Agent

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