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Office Use Only



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1005-37619

B. McKnight OCT 25 2005

Willis Arndt, Jr.  
Executive Director  
The Chip Arndt Foundation  
10800 Biscayne Boulevard  
Penthouse  
Miami, Florida 33161

21 July 2005

Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

**Re: Articles of Incorporation Filing**

I enclose an original, and 2 copies, of the proposed Articles of Incorporation of The Chip Arndt Foundation.

Please file the Articles of Incorporation and return a Certificate of Incorporation (or file-stamped copy of the original Articles) to me at the above address. Please send me a Certificate of Status upon completion of the following, for which I have included \$8.75.

A check in the amount of \$78.75, made payable to your office, for total filing and processing fees as follows:

Filing Fee	\$35.00
Designation of Registered Agent	\$35.00
Certificate of Status	\$8.75

Sincerely,

  
Signature

Willis C. Arndt, Jr., Incorporator

## COVER LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: THE CHAP ARNDT FOUNDATION, INC.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee &  
Certificate of  
Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

*Already  
Sent in!  
T O N File*

FROM: Willis C. Arndt Jr  
Name (Printed or typed)

10800 Biscayne Boulevard, PH  
Address

Miami, Florida 33161  
City, State & Zip

305. 576. 1234 x 210  
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

August 10, 2005

WILLIS C ARNDT JR  
10800 BISCAYNE BLVD PENTHOUSE  
MIAMI, FL 33161

SUBJECT: THE CHIP ARNDT FOUNDATION  
Ref. Number: W05000037649

We have received your document for THE CHIP ARNDT FOUNDATION and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the corporation must contain a corporate suffix. This suffix may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight  
Document Specialist  
New Filings Section

Letter Number: 105A00051239

**Articles of Incorporation  
of  
The Chip Arndt Foundation, Inc.**

**A Non-Profit Corporation**

Articles of Incorporation of the undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of The State of Florida, do hereby certify:

**Article 1**

The name of this corporation is The Chip Arndt Foundation, Inc.

**Article 2**

The place in this state where the principal office of the Corporation is to be located is the City of Miami, Miami-Dade County with the following address:

Willis C. Arndt, Jr.  
Executive Director  
The Chip Arndt Foundation, Inc.  
10800 Biscayne Boulevard  
Penthouse  
Miami, Florida 33161

**Article 3**

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, 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.

The corporation shall abide by its articles of incorporations and enforce all duties imposed on it collectively or individually by law, by the articles of incorporation or its corporation bylaws.

The objective of this corporation, and why it is being organized, is to establish a not-for-profit organization that will provide resources primarily to help prevent prejudice, discrimination, and cruelty to gay, lesbian, bisexual and transgender youth. In the effort to defend their human rights and help youth defend themselves, The Chip Arndt Foundation, Inc., will provide information, access to role models, resources, and other organizations, primarily not-for-profit, to assist youth, their families, and citizens in general to better understand gay, lesbian, bisexual, and transgender history, people, and information regarding resources that are available to them in local cities or towns.

The Chip Arndt Foundation, Inc., will help create awareness of other not-for-profits and allow its clients to use [www.chiparndt.com](http://www.chiparndt.com) as their conduit to many useful services including, but not limited to, emergency hotlines, scholarship programs, educational organizations, and those people and professionals associated with these organizations.

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The Chip Arndt Foundation, Inc., will also leverage off of the celebrity nature of its founder to speak at various functions and educational forums throughout the year. The mission and existence of the corporation is justified as hundreds of people, of all ages, have championed the presence of such a not-for-profit corporation to help all people better understand the gay, lesbian, bisexual, and transgender community, and, specifically, youth struggling with an issue that often defines how they go through life, and how productive they are as American citizens. The Chip Arndt Foundation, Inc., the corporation, will seek funds primarily from public support and average citizens, who deem the services of the corporation to be a worthy public service and educational service. The corporation will also seek strategic partnerships from other not-for-profit and for profit organizations.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 Third hereof. 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. 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, 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 Internal Revenue Code, or the corresponding section of any future federal tax code.

If reference to federal law in articles of incorporation imposes a limitation that is invalid in your state, you may wish to substitute the following for the last sentence of the preceding paragraph: "Notwithstanding any other provision 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."

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 Internal Revenue 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 4**

The manner in which the Directors are elected or appointed to The Chip Arndt Foundation, Inc., is by the sole discretion of The Executive Director.

## Article 5

The number of Directors of this corporation shall be three and the names of those Directors are:

Willis C. Arndt, Jr.  
Executive Director

Vella Bellaart  
Director

Michael Bedwell  
Director

The name(s) and address(es) of the Directors of this corporation are:

Willis C. Arndt, Jr.  
Executive Director

Vella Bellaart  
Director

Michael Bedwell  
Director

The Chip Arndt Foundation, Inc.  
10800 Biscayne Boulevard, PH  
Miami, Florida 33161

The Chip Arndt Foundation, Inc.  
72 Panorama Hills Hts. NW  
Calgary, Alberta T3K 5M8  
CANADA

The Chip Arndt Foundation, Inc.  
4096 18<sup>th</sup> Street, #32  
San Francisco, CA 94114

## Article 6

The Registered Agent of The Chip Arndt Foundation, Inc., is:

Willis C. Arndt, Jr.  
4647 Alton Road  
Miami Beach, Florida 33140

## Article 7

In witness whereof, I have hereunto subscribed my name as of this day of 15 October 2005 and as the undersigned incorporator, with the address of:

Willis C. Arndt, Jr.  
Executive Director  
The Chip Arndt Foundation, Inc.  
10800 Biscayne Boulevard, PH  
Miami, Florida 33161

Whereby I declare under penalty of perjury that the statements made in the foregoing Articles of Incorporation are true.



Signature

By: Willis C. Arndt, Jr.  
Executive Director  
The Chip Arndt Foundation, Inc.

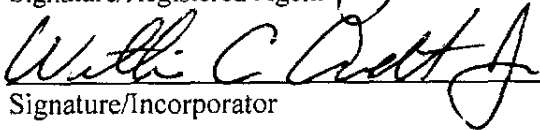
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Signature/Registered Agent

15 October 2005

Date



Signature/Incorporator

15 October 2005

Date

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