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T. Burch NOV 29 2005

## COVER LETTER

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

**SUBJECT:** The Fred O. Funkhouser Charitable 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**

FROM: Joshua M. Fleming, Esq.  
Name (Printed or typed)  
Joseph M. Fleming, Esquire PLLC  
11891 US Highway One/Suite 100  
Address  
North Palm Beach, FL 33408  
City, State & Zip  
561-622-2700  
Daytime Telephone number

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



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

October 25, 2005

JOSHUA M. FLEMING, ESQ.  
11891 US HWY ONE/ STE 100  
NORTH PALM BEACH, FL 33408

SUBJECT: THE FRED O. FUNKHOUSER CHARITABLE FOUNDATION, INC.  
Ref. Number: W05000048613

We have received your document for THE FRED O. FUNKHOUSER CHARITABLE FOUNDATION, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

You must list at least one incorporator with a complete business street address.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

An effective date may be added to the Articles of Incorporation **if a 2006 date is needed**, otherwise the date of receipt will be the file date. **A separate article must be added to the Articles of Incorporation for the effective date.**

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) 245-6928.

Tim Burch  
Document Specialist  
NEW FILINGS

Letter Number: 705A00064632

ARTICLES OF INCORPORATION  
OF

THE FRED O. FUNKHOUSER CHARITABLE FOUNDATION, INC.

FILED

05 NOV 28 AM 8: 53

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In accordance with the provisions of Chapter 617 of the Florida Statutes, the undersigned do certify that the current name of the corporation is "The Fred O. Funkhouser Charitable Foundation, Inc."

ARTICLE I  
Name and Location

The name of this corporation shall be THE FRED O. FUNKHOUSER CHARITABLE FOUNDATION, INC. and it shall operate in Palm Beach County, Florida.

ARTICLE II  
Principal Office

The street address of the registered office and principal place of business of this corporation is The Fred O. Funkhouser Charitable Foundation, Inc., c/o Janice F. Scaglione, 6807 Lake Island Drive, Lake Worth, FL 33467.

ARTICLE III  
Purpose

The corporation is organized exclusively for retaining and administering a fund or funds to be held, invested and used for the benefit of eleemosynary, religious, charitable, scientific, literary and educational institutions. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its directors, officers, members 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 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 publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision

hereof, the corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under 501(c)(3) of the Internal Revenue Code (or the corresponding section of any future federal tax law) or any other activities not permitted to be carried on 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 tax law).

#### ARTICLE IV Term

The corporation shall have perpetual existence.

#### ARTICLE V Members

Section 1. The corporation shall have one or more members. The initial members shall be Janice Scaglione, Scott Rhodes, Aaron Rhodes, Kim Huffman and Kelli Funkhouser.

Section 2. The By-Laws of the corporation may provide that all members, as a condition of membership, agree to be bound by the Articles of Incorporation and By-Laws of the corporation, may provide for the resignation of members, and may provide for other procedures not inconsistent with these Articles.

#### ARTICLE VI Officers

Section 1. The affairs of the corporation shall be managed by the corporate President, Vice President, Secretary, and Treasurer.

Section 2. Officers will be elected from the current roster of the Board of Directors, by the unanimous consent of the Members entitled to vote pursuant to the By-Laws. These elections will take place at the first meeting of the newly elected Board. Each officer shall hold office until he or she resigns or is removed or is otherwise disqualified to serve, or until his or her successor shall be elected and qualified, whichever occurs first.

ARTICLE VII  
Board of Directors

Section 1. The corporation shall have at least two and no more than nine directors and collectively they shall be known as the Board of Directors. The Board of Directors shall have general supervision, management, and control of the business, affairs, and activities of the corporation, subject, however, to other articles of these Articles of Incorporation and the By-Laws.

Section 2. Any director may be removed at any time and for any reason by unanimous consent of the Members entitled to vote, in accordance with the voting procedures as set forth in the By-Laws. Unless otherwise prohibited by these Articles of Incorporation, the Bylaws or provisions of law, the President will nominate an individual or individuals to fill vacancies on the Board, with the unanimous consent of the Members, in accordance with the voting procedures as set forth in the By-Laws. A person chosen to fill a vacancy on the Board shall hold office until the next election of the Board of Directors or until his or her death, resignation or removal from office.

Section 3. The By-Laws of the corporation may provide for the resignation of directors and other procedures not inconsistent with these Articles.

ARTICLE VIII  
Use of Assets

In any taxable year in which this corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code, the corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; 2) shall not engage in any act of self-dealing as defined in Section 4941 (d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; 4) shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and this 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 provisions hereof, this corporation shall not carry on any 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 (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors or trustees, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered, reimbursement of reasonable expenses incurred and to make payments and distributions in furtherance of the purposes of this corporation.

Notwithstanding any other provisions hereof, the Board of Directors and the Officers of the corporation shall take whatever measures are necessary to ensure that no person will have any wholly discretionary power to direct the distribution of any funds of the corporation that were received by the corporation by reason of a disclaimer of property made by that person.

#### ARTICLE IX Registered Agent

The name of the registered agent of this corporation is Janice F. Scaglione whose address is 6807 Lake Island Drive, Lake Worth, FL 33467.

#### ARTICLE X Dissolution

Upon dissolution of this corporation, its assets remaining after payment or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose. Such distribution shall be made in accordance with all applicable provisions of the laws of the State of Florida and the Internal Revenue Code.

ARTICLE XI

Incorporator

The name and address of the incorporator of these Articles is Janice F. Scaglione, 6807 Lake Island Drive, Lake Worth, FL 33467.

ARTICLE XII

Amendment to the Articles

These Articles of Incorporation, including this Article XII, may not be amended except upon the unanimous consent of the then Members, in accordance with the voting procedures as set forth in the By-Laws.

These Articles of Incorporation may be singed in counterparts.

IN WITNESS WHEREOF, the undersigned have executed and singed this Amendment to Articles of Incorporations on this 18 day of Nov, 2005.

THE FRED O. FUNKHOUSER  
CHARITABLE FOUNDATION, INC.

By: Janice F. Scaglione  
JANICE F. SCAGLIONE, President




STATE OF FLORIDA

COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared Janice F. Scaglione, the President of The Fred O. Funkhouser Charitable Foundation, Inc., and she acknowledged that she has read the Articles of Incorporation and has signed them, and that the statements contained therein are true.

WITNESS my hand and official seal in the County and State last aforesaid this 18 day of Nov, 2005.

My Commission Expires:

  
NOTARY PUBLIC  
(SEAL)



Joseph M. Fleming  
MY COMMISSION # DD142738 EXPIRES  
November 25, 2006  
BONDED THRU TROY FAIN INSURANCE, INC.

**ACCEPTANCE OF REGISTERED AGENT  
DESIGNATED IN THE ARTICLES OF INCORPORATION**

Janice Scaglione an individual residing in this State, having a business office identical with the registered agent office address of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of THE FRED O. FUNKHOUSER CHARITABLE FOUNDATION, INC.;

Janice Scaglione is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By:   
Janice Scaglione