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Established 1997

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February 20, 2006

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

Re: Big Family Charity, Inc.
Articles of Incorporation

Dear Sir/Madam:

Enclosed is an original and one copy of the Articles of Incorporation and a check in the amount of \$78.75 (filing fee and certified copy).

FROM: Kelly S. Weaver, Esq.
Dickinson & Gibbons, P.A.
1750 Ringling Blvd.
Sarasota, FL 34236-6859

941-552-4612

Enclosures

**ARTICLES OF INCORPORATION
OF
BIG FAMILY CHARITY, INC.**

A Florida "Not for Profit" Corporation

The undersigned, acting as incorporator of a "not for profit" corporation under chapter 617 of Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be: **BIG FAMILY CHARITY, INC.**

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

**P.O. Box 50985
Sarasota, FL 34232**

ARTICLE III - PURPOSE

The purposes for which the corporation is formed are exclusively charitable, educational and scientific and consist of the following:

1. To provide support and aid to orphaned and disadvantaged children; to improve the lives of orphaned and disadvantaged children; to raise awareness of the needs of orphaned and disadvantaged children; to connect orphaned and disadvantaged children with families; to establish sponsorship programs and hosting programs; to provide adoption services and otherwise enrich the lives and enhance the well being of orphaned and disadvantaged children.
2. To aid, support, and assist by gifts, contributions, or otherwise, other corporations, orphanages, entities, community chests, funds and foundations organized and operated exclusively for charitable, educational or scientific purposes, no part of the net earnings of which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.
3. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, association, trusts, institution, foundations, or governmental bureaus, departments or agencies.
4. All of the foregoing purposes shall be exercised exclusively charitable and educational

purposes in such a manner that the Corporation will qualify as an exempt organization under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

501(c)(3) LIMITATIONS

1. **CORPORATE PURPOSES:** Notwithstanding any other provision of these Articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal and state 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.

2. **EXCLUSIVITY:** The Corporation is organized exclusively for charitable and educational purposes.

3. **NO PRIVATE INUREMENT:** The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to the Directors, Officers, or Members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's charitable and educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable and educational purposes no part of which shall inure to the benefit of any individual.

4. **LOBBYING AND POLITICAL CAMPAIGNS:** No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.

5. **DISSOLUTION:** Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code of 1986 to be used exclusively for charitable and educational purposes. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

6. **"PRIVATE FOUNDATION" PROVISIONS:** In the event this Corporation is considered to be a "Private Foundation" by the U.S. Internal Revenue Service under provisions of the United States Code the following provisions apply:

a.) The Corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

b.) The Corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

c.) The Corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

d.) The Corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

e.) The Corporation will not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IV - MANNER OF ELECTION

The manner in which the directors are elected or appointed and the number of directors shall be stated in the bylaws.

ARTICLE V - INITIAL DIRECTORS AND/OR OFFICERS

The name and address of the initial Officers and Directors are:

PRESIDENT,	Dmytro Pugach
TREASURER,	32 Uritskogo Street, Apt. 5
DIRECTOR	Kyiv 03035
	Ukraine

VICE PRESIDENT,	Kelly S. Weaver
SECRETARY,	7141 42 nd Court East
DIRECTOR	Sarasota, FL 34243

DIRECTOR	Yuri Yeleyko
	5a Chervonozoryany Prospekt, Apt. 33
	Kyiv 03037
	Ukraine

ARTICLE VI - INITIAL REGISTERED AGENT AND ST. ADDRESS

The name and address of the initial Registered Agent is:

Kelly S. Weaver
7141 42nd Court East
Sarasota, FL 34243

ARTICLE VII - INCORPORATOR

The name and address of the Incorporator is:

Kelly S. Weaver
7141 42nd Court East
Sarasota, FL 34243

ARTICLE VIII - INDEMNIFICATION

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors of administrators) may be entitled apart from this Article.

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/Register Agent

2-10-06

Date



Signature/Incorporator

2-10-06

Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA