

NO 6000006155

Division of Corporations

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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
PATRICK & CHARLENE NEAL FOUNDATION, INC.**

Certificate of Status	0
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AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF

PATRICK & CHARLENE NEAL FOUNDATION, INC.
(A Corporation Not for Profit)

Pursuant to Section 617.1006, Florida Statutes, Patrick & Charlene Neal Foundation, Inc., a Florida not for profit Corporation (the "Corporation"), by its undersigned President, has adopted the following Amended and Restated Articles of Incorporation:

I.
NAME OF CORPORATION

The name of the Corporation is:

Patrick & Charlene Neal Foundation, Inc.

The principal address and the mailing address of the Corporation is:

5800 Lakewood Ranch Boulevard
Sarasota, Florida 34240

II.
PURPOSES

The purposes for which the Corporation is organized are exclusively religious, charitable, scientific, literary, and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any United States Internal Revenue Law ("eligible organizations"), and which support and promote the values of Patrick K. Neal and Charlene J. Neal as set forth in the Mission Statement adopted by the Board and Members (the "Mission Statement"). Notwithstanding any other provision of these Articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code.

The general nature, objects, and purposes of the Corporation shall be to operate without profit and to accept and receive property of whatever kind, and wherever situate, received by it

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by gift, grant, purchase, devise, bequest, or in any lawful manner and to administer and distribute such property exclusively for religious, charitable, scientific, literary, educational, and other charitable purposes, including:

(a) To distribute property in accordance with the terms of gifts, bequests, or devises made to the Corporation which are not inconsistent with its purposes and Mission Statement; or

(b) To modify any restriction or condition on the administration and distribution of funds for any specified purpose consistent herewith if in the sole judgment of the Board of Directors, such restriction or condition becomes, in effect, unnecessary, incapable of fulfillment, or inconsistent with the designated purposes of the Corporation.

The Mission Statement of the Corporation is as follows:

One-quarter of the Corporation's distributions shall be dedicated to improving the lives of people living in Manatee and Sarasota Counties, Florida, with particular emphasis on the following:

- Maintaining our good quality of life.
- Promoting human dignity.
- Preserving and improving our natural and built environment.
- Encouraging entrepreneurship and self sufficiency.
- Making the American Dream available for all Americans.

In fulfillment of this charitable purpose, the Corporation shall make distributions to one or more organizations exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Three-quarters of the Corporation's distributions shall be to the American Enterprise Institute for Public Policy Research, EIN 53-0218495, Washington, D.C., provided that such organization qualifies as a tax exempt 501(c)(3) organization.

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its officers, directors, 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 set forth herein. 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 provisions of this document, the Corporation shall not carry on any other activities not

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permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Tax Code, or corresponding section of any future federal tax code.

The Corporation shall distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income and posed by Section 4942 of the Internal Revenue Code. Any distributions exceeding the amount required by Section 4942 of the Internal Revenue Code must be approved unanimously by all of the directors of the Corporation. Further, the Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code, nor retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code, nor make any investments in such manner as to incur tax liability under Section 4944 of the Internal Revenue Code, nor make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code or corresponding provision of any future United States Internal Revenue Law.

**III.
MEMBERS**

The qualification for Members and the manner of their admission will be as stated in the Bylaws.

**IV.
BOARD OF DIRECTORS**

The affairs of the Corporation shall be managed by a Board of Directors consisting of not less than three (3) persons, as determined pursuant to provisions of the Bylaws. The method of election of directors will be as stated in the Bylaws.

**V.
CORPORATE EXISTENCE**

The existence of this Corporation shall be perpetual, until dissolved in accordance with the Bylaws.

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**VI.
BYLAWS**

The Board of Directors of the Corporation shall adopt Amended and Restated Bylaws consistent with these Amended and Restated Articles of Incorporation. Thereafter, the Amended and Restated Bylaws may only be altered, changed, amended, or rescinded by the Board of Directors with approval by the Members in the manner provided in the Bylaws.

**VII.
COMMITTEES**

The Corporation may establish such committees as may be necessary to efficiently carry out the general purposes and activities of the Corporation.

**VIII.
REGISTERED OFFICE**

The street address of the registered office of the Corporation is 5800 Lakewood Ranch Boulevard, Sarasota, Florida 34240, and the name of the registered agent of this Corporation at that address is Pamela Curran.

**IX.
DISTRIBUTION UPON DISSOLUTION**

The Corporation shall distribute all of its assets for direct charitable purposes within twenty-five (25) years after the death of its founder, Patrick K. Neal. It is not the intent for the Corporation to continue into perpetuity.

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes for which this Corporation was organized to such organization or organizations organized and operated exclusively for charitable purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, (or the corresponding provision of any future United States Internal Revenue Law) or an organization or organizations, contributions to which are deductible under Section 170(c)(1) or (2) of the Internal Revenue Law, provided, however that the purposes and charitable work of all such organizations shall be consistent with and promote the values of Patrick K. Neal and Charlene J.

Neal as set forth in Article II herein, and must be consistent with the Mission Statement, including the direction for use of funds in Sarasota and Manatee Counties, Florida, and to the American Enterprise Institute for Public Policy Research, provided that such organization is a tax-exempt 501(c)(3) organization. Any such assets not disposed of by the Directors shall be disposed of 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 such court shall determine, which are organized and operated exclusively for such purposes.

X.
AMENDMENT

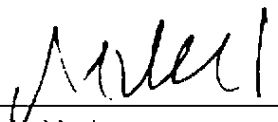
The right to amend, alter, change, or repeal any provisions contained in these Amended and Restated Articles of Incorporation and Mission Statement can only be performed by the Board of Directors with consent of the Members, as set forth in the Bylaws.

XI.
ARTICLE CONSOLIDATION

These adopted Amended and Restated Articles of Incorporation supersede the original Articles of Incorporation and any and all amendments to them.

These Amended and Restated Articles of Incorporation contain amendments to the Articles of Incorporation which required approval of the Board of Directors of the Corporation. The date of adoption of the amendments was January 9, 2024, and the votes cast by the Directors were sufficient for approval. There are no members or members entitled to vote on these Amended and Restated Articles of Incorporation.

IN WITNESS WHEREOF, the President has executed these Amended and Restated Articles of Incorporation this 9th day of January 2024.



Patrick K. Neal
As its President

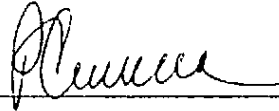
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ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

The undersigned, hereby consents to the appointment as Registered Agent of the Corporation, to accept service of process upon said Corporation in this state. The undersigned is familiar with, and accepts, the obligations of this position.



Pamela Curran
Registered Agent

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