

NO7000004796

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

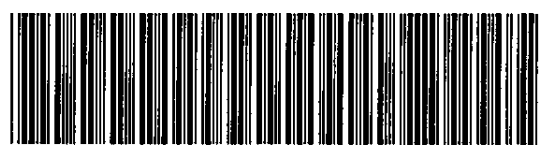
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



500098744265

05/01/07--01031--007 \*\*78.75

FILED  
07 MAY -1 AM 8:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

~~5/15 SHS~~  
~~5/15 SHS~~  
5/4/07 SHS



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

May 4, 2007

MS. PORTIA B SCOTT  
921 SE CENTRAL PARKWAY  
STUART, FL 34994

SUBJECT: DERIENZO FOUNDATION, INC.  
Ref. Number: W07000021645

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

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.

The person designated as registered agent in the document and the person signing as registered agent must be the same.

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) 245-6955.

Suzanne Hawkes  
Document Specialist  
New Filing Section

Letter Number: 507A00031484

**SCOTT & SCOTT**  
**ATTORNEYS AT LAW**

**PORTIA B. SCOTT**  
**(772) 287-0096**

**W. R. SCOTT (OF COUNSEL)**  
**(772) 597-4896**

April 27, 2007

Secretary of State  
Division of Corporations  
Corporate Filings  
Post Office Box 6327  
Tallahassee, Florida 32314

***In Re: DeRienzo Foundation, Inc.***

Dear Sir/Madam:

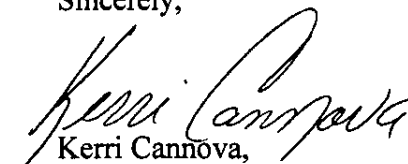
Enclosed please find the following, pertaining to the above-referenced matter:

1. The original and one copy of the Articles of Incorporation of DeRienzo Foundation, Inc.; and
2. A check in the amount of Seventy Eight Dollars and seventy five cents (\$78.75) for the filing fees, registered agent designation and a certified copy of the articles; and
3. A stamped, self-return envelope for your convenience in forwarding the certified copy of the Articles of Incorporation back to our office.

If you are should have any questions, or are in need of any additional information, please don't hesitate to contact our office.

Thank you very much for your assistance and God Bless America.

Sincerely,

  
Kerri Cannova,  
Legal Assistant to  
Portia B. Scott

/kc  
enclosures: four  
xc: Ms. Kim Ross

FILED  
07 MAY -1 AM 8:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**DeRIENZO FOUNDATION, INC.**

A Domestic, Non-Profit Corporation

**WHEREAS**, THE SOLE BENEFICIARIES OF THIS FOUNDATION, *TO WIT:* AMANDA DERIENZO, LAUREN DERIENZO AND ZACHARY DERIENZO, HAVE, AS THE RESULT OF AN UNFORESEEN TRAGEDY, BEEN LEFT BOTH MOTHERLESS AND FATHERLESS, ON THE 28<sup>TH</sup> DAY OF FEBRUARY OF THE YEAR TWO THOUSAND, SEVEN, AND THE COMMUNITY, AT LARGE, HAVING BEEN COMPELLED BY COMPASSION AND THE ADVANCED HUMAN NEED TO GIVE COMFORT AND AID IN A TIME OF CRISIS, HAVE GIVEN, AND CONTINUE TO GIVE, IN ADDITION TO ENORMOUS EMOTIONAL SUPPORT, MONETARY DONATIONS TO ASSIST WITH THE PRESENT AND FUTURE NEEDS OF SAID BENEFICIARIES; AND

**WHEREAS**, THERE IS A NEED FOR AN ORGANIZATION TO COLLECT, RECORD, PROPERLY ACCOUNT FOR AND, WHEN NECESSARY, PROPERLY DISTRIBUTE SUCH FUNDS.

**NOW, THEN, THEREFORE**, THESE ARE THE GOALS FOR WHICH WE DO MAKE AND PUBLISH THESE ARTICLES FOR THIS CORPORATION.

**ARTICLES OF INCORPORATION**

**ARTICLE I:** The Name of this corporation is DeRIENZO FOUNDATION, INC., hereinafter "Corporation".

**ARTICLE II:** The initial address of the Corporation is 921 SE Central Parkway, Stuart, Florida 34994.

**ARTICLE III:** This Corporation is intended to be an independent, Non-Profit, organization, formed in 2007 for the purpose of collecting, recording and distributing funds for the benefit of the named beneficiaries of said foundation.

Members will be responsible for providing an annual accounting itemizing all income and expenses of the foundation.

**ARTICLE IIII:** The name of the registered agent is Ann M. Goade, whose address is

<sup>1</sup> This Corporation is formed under §501, Internal Revenue Code, 1986.

921 SE Central Parkway, Stuart, Florida 34994.

**ARTICLE V:** The names of the incorporators and their addresses are Kim Ross, 1874 SW Gemini Lane, Port St. Lucie, Florida 34984 and Portia B. Scott, 921 SE Central Parkway, Stuart, Florida 34994.

**ARTICLE VI:** There shall be only one (1) class of members. Specifically: Each and every incorporator shall be a Director.

**ARTICLE VII:** There are no rights and benefits of the membership as the sole purpose of this Foundation, as set forth [*supra*] is for the benefit of the beneficiaries.

**ARTICLE VIII:** No member of this Foundation is, in any way, entitled to any monetary compensation from the donated to this Foundation. Nothing in the foregoing, however, should be construed as limiting the reimbursement or payment of any reasonable and necessary cost for the formation and maintenance ( including filing fees, accounting fee, attorney's fees and other expenses) of the Corporation which were or may be advanced may be reimbursed.

**ARTICLE VIII:** The requirements and obligations of members are to collect, record and distribute funds for the benefit of the named beneficiaries of the foundation and to be responsible for providing an annual accounting itemizing all income and expenses of the foundation as well as filing an annual tax return, as may be required.

**ARTICLE X:** Memberships are not transferable.

**ARTICLE XI:** Termination of a membership shall be either voluntary by notice given, upon the death of a member or upon a member being declared incapacitated by a Court of competent jurisdiction or by a majority vote of the members.

**ARTICLE XII:** Should a member cease to be a member, either voluntary, as the result of the death of a member, upon a member being declared incompetent by a Court of competent jurisdiction or by a majority vote of the members, such member shall only be replaced if the members feel there is a need to replace such member and only after a majority vote of the members.


**ARTICLE XIII:** Petition for reinstatement of any member may be made at any time.

**ARTICLE XIII:** These Articles of Incorporation shall be amended, altered or rescinded only by a majority vote of the Members.

**ARTICLE XV:** The Corporation shall exist until either all assets of the Foundation have been exhausted or until the youngest surviving beneficiary reaches the age of Twenty-Five (25).

**ARTICLE XVI:** Upon dissolution of the Corporation, the assets of the corporation shall be liquidated, in such a manner as to insure the highest dollar value therefore, and with every effort to protect the integrity of the assets, and after such liquidation, the proceeds shall be disbursed to such creditors as the Corporation shall have in priority as determined by law. In the event there exists a surplus of funds after the payment of all legally enforceable debts, then that amount shall be donated in whole to a charitable organization to be determined by a majority vote of the members.

IN WITNESS WHEREOF, we, the undersigned, have hereunto set our hands and seals, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 11 day of April, 2007.



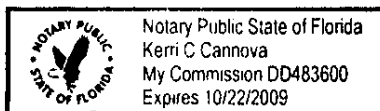
Signature  
Kim Ross



Signature  
Portia B. Scott

STATE OF FLORIDA  
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 11<sup>th</sup> day of April, 2007, by Kim Ross, ( ) who is personally known to me or (c) who has produced Florida State as identification.

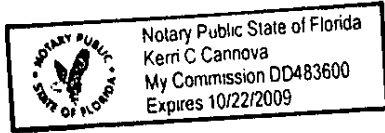


  
Notary Public

STATE OF FLORIDA  
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 11<sup>th</sup> day of April.

2007, by Portia B. Scott, (✓) who is personally known to me or ( ) who has produced \_\_\_\_\_  
as identification.



*Kerri C Cannova*  
Notary Public

**ACCEPTANCE**

I hereby accept the foregoing designation of Registered Agent of the DeRienzo Foundation, Inc.

DATED this 27<sup>th</sup> day of April, 2007.

*Allen M. Goade*  
Allen M. Goade

**FILED**  
07 MAY - 1 AM 8:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA