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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

J. Shivers JUN 21 2007  
Wo 7-27658

# Brenner Kaprosy Mitchell, L.L.P.

a Limited Liability Partnership  
Attorneys and Counselors at Law

R. Chad Brenner  
David V. Kaprosy  
T. David Mitchell\*  
Michael D. McPhillips\*

50 East Washington Street  
Chagrin Falls, Ohio 44022-3032

Of Counsel:  
David M. Maistros  
Andrew C. Alexander  
Cynthia L. Steeb

Antonio S. Franceschini

(440) 247-5555  
Fax: (440) 247-5551  
[rcbrenner@brenner-law.com](mailto:rcbrenner@brenner-law.com)

\* Also admitted to practice in Florida

June 5, 2007

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

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Re: The David C. and Linda M. Johnson Family Foundation, Inc.**

Dear Sir/madam:

Enclosed are an original and two (2) copies of the Articles of Incorporation along with a check for \$87.50 to cover the filing fee, certified copy and certificate.

Thank you,

Very truly yours,

  
R. Chad Brenner

RCB/mhj

Enclosures

**ARTICLES OF INCORPORATION**  
**OF**  
**THE DAVID C. AND LINDA M. JOHNSON**  
**FAMILY FOUNDATION, INC.**

The undersigned, desiring to form a non-profit corporation pursuant to provisions of Chapter 617.0202 of Florida Statutes, do hereby certify as follows:

ARTICLE I: The name of the Corporation shall be the David C. and Linda Johnson Family Foundation, Inc.

ARTICLE II: The principal place of business for the Corporation is 2638 Bulrush Lane, Naples, FL 34105, Collier County, Florida. The mailing address for the Corporation in Florida is 2638 Bulrush Lane, Naples, Florida 34105.

ARTICLE III: The Corporation is organized under Florida Statute 617 for any lawful purpose or purposes not for pecuniary profit and not specifically prohibited to corporations under other laws of Florida. The Corporation is organized exclusively for charitable, religious, educational and scientific purposes, 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 of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

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 the Article. 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 of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal 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).

ARTICLE IV: Election of Directors of the Corporation

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a board of directors. The number of directors of the corporation shall be not less than three; provided, however, that that number may be changed by a bylaw duly adopted pursuant to the bylaws of this corporation.

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The initial directors are elected by the incorporator(s). After that, each director shall be elected by majority vote of the board of directors in the manner and at the times set forth in the bylaws. Any director may be removed by the affirmative vote of at least two-thirds of the board of directors.

#### ARTICLE V: Registered Agent

The street address of the initial registered office of the Corporation is 5561 University Drive, #103, City of Coral Springs, County of Broward, State of Florida 33067. The name of its initial registered agent at that address is BKM Florida Agent Corp.

#### ARTICLE VI: Incorporator

The name of the Sole Incorporator of the Corporation is R. Chad Brenner. The street address of the Incorporator of the Corporation is 5561 University Drive, #103, City of Coral Springs, County of Broward, State of Florida 33067.

ARTICLE VIII: The Corporation is a not-for-profit corporation under Chapter 617, Florida Statutes. The Corporation is not formed for pecuniary profit. No part of the income or assets of the corporation is distributable to or for the benefit of its directors or officers, except to the extent permissible under these articles, under law and under 26 U.S.C.A. § 501(c)(3). If the Corporation ever has members, no member shall have any vested right, interest or privilege in or to the assets, income or property of the corporation and no part of the income or assets of the Corporation shall be distributable to or for the benefit of its members, except to the extent permissible under these Articles, under law and under 26 U.S.C.A. § 501(c)(3).

ARTICLE VIII: Upon the dissolution or winding up of the Corporation, assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, shall be distributed to a not for profit fund, foundation, or corporation, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes and which shall at the time qualify as an exempt organization or organizations under 26 U.S.C.A. § 501(c)(3), or the corresponding provision of any future United States Internal Revenue Law.

IN WITNESS WHEREOF, I have hereunto subscribed our names this 4<sup>th</sup> day of June, 2007.



R. Chad Brenner, Incorporator

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.

*BKm Foreign Agent Corp*

  
Registered Agent

6-4-07  
Date

  
Incorporator

6-4-07  
Date

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