

NO 7888007263

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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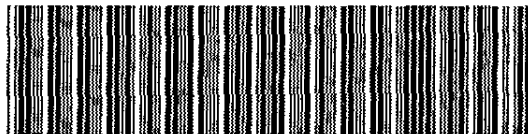
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2007 JUL 23 P 3:14

FILED

7-24-07  
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## COVER LETTER

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

SUBJECT: XL TechGroup Employees Charitable Fund, 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: XL TechGroup, Inc. c/o Pat Bieringer  
Name (Printed or typed)  
1901 S. Harbor City Blvd., Suite 300  
Address  
Melbourne, FL 32901  
City, State & Zip  
(321) 409-7500  
Daytime Telephone number

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

**ARTICLES OF INCORPORATION**  
In Compliance with Chapter 617, F.S., (Not for Profit)

**FILED**  
2001 JUL 23 P 3 14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I NAME**

The name of the corporation shall be XL TechGroup Employees Charitable Fund, Inc. (the "corporation").

**ARTICLE II PRINCIPAL OFFICE**

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

1901 S. Harbor City Blvd., Suite 300  
Melbourne, FL 32901

**ARTICLE III PURPOSE**

The corporation is organized exclusively for charitable, 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, or the corresponding section of any future federal tax code.

**ARTICLE IV MANNER OF ELECTION**

There shall be at least three (3) members of the board of directors of the corporation. The initial members of the board of directors shall be the persons set forth in Article V. Thereafter, the election of the members of the board of directors of the corporation shall be as set forth in the bylaws of the corporation.

**ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS**

The initial members of the board of directors of the corporation and titles are as follows:

Mark R. Mohler, Chairman  
1901 S. Harbor City Blvd., Suite 300  
Melbourne, FL 32901

David P. Szostak  
1901 S. Harbor City Blvd., Suite 300  
Melbourne, FL 32901

Harold Gubnitsky  
1901 S. Harbor City Blvd., Suite 300  
Melbourne, FL 32901

#### **ARTICLE VI LIMITATIONS ON ACTIVITIES**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to directors, 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 Article III hereof. 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 or in opposition to 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 (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) 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 federal tax code.

#### **ARTICLE VII DISSOLUTION**

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by 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 said court shall determine, which are organized and operated exclusively for such purposes.

#### **ARTICLE VIII INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address of the registered agent is:

David P. Szostak  
1901 S. Harbor City Blvd., Suite 300  
Melbourne, FL 32901

**ARTICLE IX INCORPORATOR**

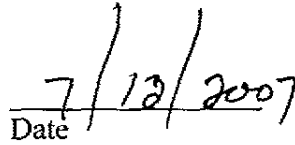
The name and address of the Incorporator is:

Mark R. Mohler  
1901 S. Harbor City Blvd., Suite 300  
Melbourne, FL 32901

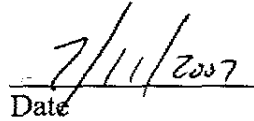
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*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.*

  
\_\_\_\_\_  
Signature/Registered Agent

  
\_\_\_\_\_  
Date

  
\_\_\_\_\_  
Signature/Chairman

  
\_\_\_\_\_  
Date