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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

07 DEC 24 AM 11:40

APPROVED
AND
FILED

W07-60783

COVER LETTER

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

SUBJECT: THE HOFFER FAMILY FOUNDATION, 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: BRENDA J. LYNCH, CPA

Name (Printed or typed)

103 W MARION AVENUE

Address

PUNTA GORDA, FL 33950

City, State & Zip

941-639-0888

Daytime Telephone number

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 17, 2007

BRENDA J LYNCH CPA
103 W MARION AVE
PUNTA GORDA, FL 33950

SUBJECT: HOFFER FAMILY FOUNDATION, INC.
Ref. Number: W07000060783

We have received your document for HOFFER FAMILY FOUNDATION, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity must be identical throughout the document.

An effective date may be added to the Articles of Incorporation if a 2008 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

Please return the corrected 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) 245-6931.

Becky McKnight
Regulatory Specialist II
New Filing Section

Letter Number: 507A00070301

APPROVED
AND
FILED

07 DEC 24 AM 11:40

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
THE HOFFER FAMILY FOUNDATION, INC.**

The undersigned, for the purpose of forming a corporation not for profit under the provisions of Chapter 617 of the Florida Statutes, hereinafter referred to as the Corporation, hereby adopts the following Articles of Incorporation:

ARTICLE 1 – NAME

The name of the Corporation shall be The Hoffer Family Foundation, Inc.

ARTICLE II – PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal office and mailing address will be at 24156 Yacht Club Blvd., Punta Gorda FL 33955.

ARTICLE III – EFFECTIVE DATE

The effective date will be the date of receipt of the filing by the Florida Department of State Division of Corporations.

ARTICLE IV PURPOSE AND POWERS

The purpose for which this Corporation is formed are:

A. The Corporation is organized exclusively for charitable, scientific, literary and educational purposes as set forth in Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law, including, but not limited to, among other things, to make proactive health care available to those persons who may be unable to afford it, to promote the medical health of animals, to offer comfort to the elderly through interactive programs not limited to interactive visits suited to assist them in coping with life issues, to provide funding for medical research, to assist poor families in special situations to secure medical care when such care is out of their financial reach and to distribute funds to community programs which will benefit those members.

B. No part of the net earnings of this Corporation will be used to benefit any person in the legal profession nor inure to the benefit of or be distributable to its directors, officers or other private citizens who assist in the running of this Corporation except that the Corporation will pay a reasonable amount of remuneration for their services needed in furtherance of the mission of the Corporation.

C. No substantial part of the activities of the Corporation shall include the carrying on of propaganda, or be used to influence any legislator nor to influence litigation as defined by Section 4945, 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.

D. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on (1) 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, (2) by a nonprofit Corporation organized under the laws of the State of Florida pursuant to the provisions of Florida Statute Chapter 617.

ARTICLE V – MEMBERS

The membership shall consist of those persons as may hereafter be admitted to membership pursuant to the Bylaws of the Corporation. Members may be classified into different categories.

ARTICLE VI –MANNER OF ELECTION

The manner in which the directors are elected or appointed is provided for in the Bylaws of this Corporation.

ARTICLE VII – TERM OF EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE VIII – DISTRIBUTION OF INCOME

The Corporation shall distribute its income for each tax year at such time and in such a manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code. 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 any 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(4) of the Internal Revenue Code.

ARTICLE IX – TERMINATION

Upon the termination, dissolution or winding up of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all liabilities of the Corporation, distribute all assets of the Corporation to such organizations or organization designed exclusively for charitable, educational, medical research or other organization that qualifies under section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future Federal tax code. Any such assets not so disposed of shall be disposed of by the Circuit Court in the County in which the principal office of the Corporation is then located, exclusively for such purposes or to such organizations as said court shall define.

ARTICLE X – OFFICERS

A. The Officers of the Corporation shall be a President, a Vice-President, a Secretary, a Treasurer, and such other Officers as may be provided in the Bylaws, all of whom shall be elected by the Board of Directors of the Corporation at its annual meeting.

B. Officers of this Corporation shall also be members of the Board of Directors.

C. The names of the persons who are to serve as Officers until the first election

under the Articles of Incorporation are:

<u>NAME</u>	<u>OFFICE</u>
Diane Hoffer	President
Erik Hoffer	Secretary and Treasurer
Kelly Atherstone	Vice-President

ARTICLE XI – BOARD OF DIRECTORS

A. The business and affairs of the Corporation shall be managed by a Board of Directors, the members of which shall be hereinafter referred to as the Directors.

B. The initial Board of Directors of the Corporation shall consist of (3) Directors, whose names and addresses are as follows:

Erik Hoffer, 24156 Yacht Club Boulevard, Punta Gorda, Florida 33955
Diane Hoffer, 24156 Yacht Club Boulevard, Punta Gorda, Florida 33955
Kelly Atherstone, Jersey City, New Jersey

C. The number of Directors shall be a minimum of (3) which is provided in the Bylaws of the Corporation, but subject to change by the Directors as they see fit.

D. The Directors shall be elected by the members at the annual meeting of the members and shall hold office as provided by the Bylaws.

ARTICLE XII – BYLAWS

A. The Board of Directors shall adopt Bylaws for the Corporation at a meeting of the Board of Directors following the filing of these Articles of Incorporation.

B. The power to adopt, alter, amend or repeal the Bylaws of the Corporation may be exercised by the Board of Directors in accordance with the provisions of the Bylaws.

ARTICLE XIII – INDEMNIFICATION

Every Officer and Director of this Corporation shall be indemnified by the Corporation against expenses and liabilities, including attorney's fees, reasonably incurred by or imposed on him or her in connection with a proceeding to which he or she is a party or in which he or she is involved because of being or having been a Director or Officer of this Corporation, or a settlement of such proceeding, whether or not he or she is a Director or Officer at the time the expenses are incurred, unless he or she is adjudged guilty of wilful misfeasance or malfeasance in the performance of his or her duties; but if the settlement is made, the indemnification applies only when the Board of Directors approves the settlement and reimbursement as being in the best interest of the Corporation. This indemnification is in addition to and not exclusive of other rights to which the Directors or Officers are entitled.

ARTICLE XIV – AMENDMENTS TO ARTICLES

These Articles of Incorporation may be amended as set forth in the Florida Statute, as amended from time to time, or in accordance with the Bylaws of the Corporation, but only with the consent of the sole member.

ARTICLE XV – REGISTERED OFFICE AND AGENT

A. The street address of the initial registered office of the Corporation shall be 24156 Yacht Club Blvd. Punta Gorda FL 33955

B. The name of the initial registered agent of the Corporation located at said address shall be Erik Hoffer.


ARTICLE XVI- INCORPORATOR

The name and address of the Incorporator is Erik Hoffer, whose address is 24156 Yacht Club Blvd., Punta Gorda FL 33955.

ARTICLE XVII- CODE

All general or specific references herein made to the Internal Revenue Code shall be deemed to refer to the Internal Revenue Code of 1986 as now in force, or later amended or the corresponding provision of any future United States Internal Revenue law. Similarly, any general or specific references to the laws of the State of Florida shall be deemed to refer to the laws of the State of Florida's now in force or hereinafter amended.

IN WITNESS WHEREOF, for the purpose of forming a corporation under the laws of the State of Florida, the undersigned incorporator executed these Articles of Incorporation of this 3rd day of ~~October~~, 2007.
December



ERIK HOFFER, Incorporator

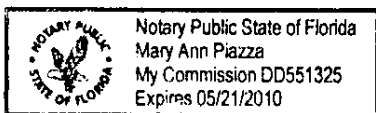
STATE OF FLORIDA
COUNTY OF CHARLOTTE

I hereby certify that on this day, before me, an officer duly authorized in the State aforesaid and in the State aforesaid to take acknowledgments, personally appeared ERIK HOFFER to me known to be the person described in and who executed the forgoing Articles of Incorporation and that he acknowledged before me that he executed the same. I relied upon the following form of identification of the above named person:

personally known

WITNESS MY HAND AND OFFICIAL SEAL IN THE county and state last aforesaid
the 3rd day of October, 2007.
December

Mary Ann Piazza



ACCEPTANCE OF REGISTERED AGENT

I hereby accept to act as initial Registered Agent for The Hoffer Family Foundation, Inc., as stated in these Articles of Incorporation.

[Signature]

ERIK HOFFER

APPROVED
AND
FILED
07 DEC 21 AM 11:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA