

NO8000003/3/

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

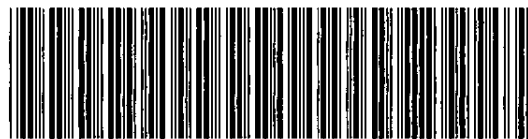
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



000120709910

03/20/08--01041--003 **78.75

FILED
08 MAR 28 PM 3:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VH
11/13

CHRISTOPHER D. HALE, P.A.

A FLORIDA PROFESSIONAL ASSOCIATION

CHRISTOPHER D. HALE *

* Also Admitted to Practice in:
Maryland

2455 EAST SUNRISE BOULEVARD
SUITE 201

FORT LAUDERDALE, FLORIDA 33304

TELEPHONE (954) 563-1072
FACSIMILE (954) 563-1372

March 27, 2008

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Articles of Incorporation for Frank Speciale Charitable Foundation, Inc.

Dear Sir or Madam:

Enclosed herewith please find the original and one copy of the Articles of Incorporation of Frank Speciale Charitable Foundation, Inc. for filing with your office, together with a check in the amount of \$78.75, representing the filing fee in connection with same. Kindly forward a certified copy of said Articles to the undersigned in the stamped self-addressed return envelope provided for your convenience.

Should you have any questions with regard to the foregoing, please feel free to contact me.

Very truly yours,

CHRISTOPHER D. HALE, P.A.

Christopher D. Hale
For the Firm

CDH/mfg
Enclosure



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 20, 2008

CHRISTOPHER D. HALE, P.A.
2455 EAST SUNRISE BOULEVARD, SUITE 201
FORT LAUDERDALE, FL 33304

SUBJECT: FRANK SPECIALE CHARITABLE FOUNDATION, INC.
Ref. Number: W08000014742

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the **complete document**, including the electronic filing cover sheet.

Non-Profits can't have share of stock.

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.

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) 245-6962.

Valerie Herring
Regulatory Specialist II
New Filing Section

Letter Number: 708A00016872

ARTICLES OF INCORPORATION
OF
FRANK SPECIALE CHARITABLE FOUNDATION, INC.
In Compliance with Chapter 617, F.S., (Not for Profit)

FILED
08 MAR 28 PM 3:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is FRANK SPECIALE CHARITABLE FOUNDATION, INC. (the "Foundation").

ARTICLE II

The Foundation shall have a perpetual existence.

ARTICLE III

Said corporation is organized pursuant to Chapter 617, Florida Statutes 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, or the corresponding section of any future federal tax code. Notwithstanding any other provision of these articles, this Foundation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Foundation.

ARTICLE IV

The Foundation shall have two classes of members, consisting of (a) Founding Members who shall consist of the incorporators, initial directors, and initial officers of the Foundation, and during the first year of the Foundation's existence, any person deemed acceptable by the initial board of directors who contributes significantly towards the Foundation's pursuit of its goals and purposes; and (b) Foundation

Members, who shall be members of the community accepted by the Board of Directors, and other members, whose contributions are deemed to be of importance to the Foundation's goals, and purposes, and as specifically set forth in the Foundation's by-laws.

ARTICLE V

The street address of the initial principal office of the Foundation is 140 Rose Drive, Fort Lauderdale, FL 33304. The principal office of the Foundation may be changed to any other city of the State of Florida designated by the Board of Directors. The name and address of the person signing these Articles is Christopher D. Hale, 3100 NE 19th Street, Fort Lauderdale, FL 33304. The name and address of the initial Resident Agent is Christopher D. Hale, Esq., Christopher D. Hale, P.A., 2455 E. Sunrise Blvd, Suite 201, Fort Lauderdale, Florida 33304. The corporate mailing address is 140 Rose Drive, Fort Lauderdale, FL 33304.

ARTICLE VI

The property, business and affairs of the Foundation shall be managed by a Board of Directors, which shall consist of not less than three (3) persons. A majority of the Directors in office shall constitute a quorum for the transaction of business. The By-Laws shall provide for meetings of Directors, including an annual meeting. Except for the first Board of Directors, Directors shall be elected as provided by the By-Laws of the Foundation, and the By-Laws of the Foundation may provide for the method of voting in the election and for removal from office of Directors. Directors need not be members of the Foundation. The Foundation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE VII

The name and post office address of the initial Board of Directors of the Foundation are:

Christopher D. Hale, Esq.
3100 NE 19th Street
Fort Lauderdale, FL 33305

Michael J. Abate
3150 NE 11th Terrace
Pompano Beach, FL 33064

David C. McGirr
2349 NE 8 Street
Pompano Beach, FL 33062

Bryan Oulton
2175 N. Andrews Ave, #1
Pompano Beach, FL 33069

Michael W. Goodrich
1711 NW 85th Drive
Coral Springs, FL 33071

Scott L. Henratty, Esq.
140 Rose Drive
Fort Lauderdale, FL 33304

David C. McGirr
2349 NE 8 Street
Pompano Beach, FL 33062

Jason H. Cheshire, DC
4 NE 4th Avenue
Pompano Beach, FL 33060

ARTICLE VIII

No part of the net earnings of the Foundation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Foundation 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 Foundation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Foundation 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 Foundation 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 IX

The Board of Directors shall adopt By-Laws consistent with these Articles of Incorporation. The By-Laws of the Foundation may only be adopted, altered, amended or repealed by the Board of Directors. Amendments to these Articles of Incorporation shall be proposed and approved by the Board of Directors and thereafter submitted to a meeting of the membership of the Foundation for adoption or rejection. Amendments to these Articles shall require the assent of seventy-five percent (75%) of the entire membership. In the event of any conflict between these Articles of Incorporation and the By-Laws, these Articles shall control.

ARTICLE X

Upon the dissolution of the Foundation, 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 Foundation 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.

IN WITNESS WHEREOF, the undersigned subscribes that he has executed these Articles of Incorporation on this 19th day of March, 2008.

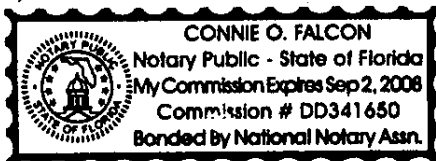

CHRISTOPHER D. HALE
Incorporator


FILED
08 MAR 28 PM 3:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
)SS
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 19th day of March, 2008, by CHRISTOPHER D. HALE, who is personally known to me or who has produced a _____ as identification.

(SEAL)




Notary Public State of Florida
CONNIE O. FALCON
(Print Name)
Commission Expires: 9/2/08

ACCEPTANCE BY RESIDENT AGENT

I, Christopher D. Hale, hereby accept the designation of Resident Agent for service of process upon FRANK SPECIALE CHARITABLE FOUNDATION, INC., a corporation within the State of Florida, in accordance with Section 48.091, Florida Statutes.

DATED this 19th day of March, 2008.


CHRISTOPHER D. HALE, ESQ.
Resident Agent