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FLORIDA PROFIT/NON PROFIT CORPORATION

Shin Family Foundation, Inc.

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**ARTICLES OF INCORPORATION
OF
SHIN FAMILY FOUNDATION, INC.,
A FLORIDA NOT FOR PROFIT CORPORATION**

The undersigned hereby organizes a not for profit corporation under the provisions of the Florida Not For Profit Corporation Act, and pursuant to the following Articles of Incorporation:

ARTICLE 1

Name

The name of this corporation is:

Shin Family Foundation, Inc.

(hereafter the "Corporation").

ARTICLE 2

Principal Office and Mailing Address

The address of the principal office and the mailing address of the Corporation is 5201 S. Westshore Boulevard, Tampa, Florida 33611.

ARTICLE 3

Purpose

The purpose of the Corporation is to promote the interests and welfare of public charities that have tax-exempt status under section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue law.

ARTICLE 4

Board of Directors

The Corporation initially shall have five (5) directors. The number of directors may be either increased or decreased from time to time in the manner provided in the bylaws, but shall

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never be less than three (3). The manner in which the directors will be elected shall be as stated in the bylaws. The names and addresses of the initial directors of the Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Dae Shin	5201 S. Westshore Boulevard Tampa, Florida 33611
Jane Shin	5201 S. Westshore Boulevard Tampa, Florida 33611
Kevin B. Krueger	2111 North 15 th Street Tampa, Florida 33605
Sue Shin	5201 S. Westshore Boulevard Tampa, Florida 33611
Kim Shin	5201 S. Westshore Boulevard Tampa, Florida 33611

ARTICLE 5
Members

The Corporation shall not have members.

ARTICLE 6
Powers

The Corporation shall have all of the powers given to a not for profit corporation by the Florida Statutes, to the extent consistent with these Articles of Incorporation. Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue law.

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ARTICLE 7
Incorporator

The name and address of the person signing these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
David L. Koche	601 Bayshore Boulevard, Ste. 700 Tampa, Florida 33606

ARTICLE 8
Initial Registered Office and Agent

The initial registered office of the Corporation shall be 601 Bayshore Boulevard, Ste. 700, Tampa, Florida 33606. The initial registered agent at such address shall be David L. Koche.

ARTICLE 9
Duration

The Corporation shall have perpetual existence, commencing upon filing of these Articles of Incorporation.

ARTICLE 10
Indemnification

The Corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

ARTICLE 11
Bylaws

The initial Board of Directors shall adopt initial Bylaws of the Corporation. The power to alter, amend or repeal the Bylaws, or to adopt new Bylaws, shall be vested in the directors of the Corporation.

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ARTICLE 12
Distribution of Assets

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its 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 its charitable purpose. 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 publication or distribution of statements), any political campaign on behalf of any candidate for public office. The Corporation shall not conduct any activities not permitted to be carried on by a corporation exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or any corresponding provision of any federal income tax law enacted in substitution of that Code, or by a corporation, contributions to which are deductible under Sections 170(a) and 170(c)(2) of the Internal Revenue Code of 1986, as amended, or any corresponding provision of any federal income tax law enacted in substitution of that Code.

ARTICLE 13
Distribution of Assets Upon Liquidation

Upon the dissolution of the Corporation, its assets shall be distributed to one or more exempt organizations described in sections 170(c)(2), 2055(a) and 2522(a) of the Internal Revenue Code, and selected by the Board of Directors in its sole discretion; provided, however, such organization's purposes shall be similar to the purposes recited in of Article 3. 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 exempt purposes within the

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meaning of Section 501(c)(3) of the Internal Revenue Code, or to such organization or organizations as the court shall determine, which are organized and operated exclusively for such purposes.

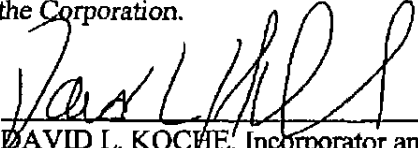
ARTICLE 14
Avoidance of Private Foundation Taxes

The Corporation is prohibited from engaging in any act of self-dealing, from retaining any excess business holdings, from making or retaining any investments, and from making any taxable expenditures, that would subject the Corporation or any person to tax under Sections 4941(d), 4943, 4944, or 4945(d) of the Internal Revenue Code of 1986, as amended, respectively, or corresponding provisions of any subsequent federal income tax law. The Corporation shall make distributions at such time and in such manner as not to subject it to tax under Section 4942 of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal income tax law.

ARTICLE 15
Amendment to Articles

These Articles of Incorporation may be amended by the Board of Directors of the Corporation.

IN WITNESS WHEREOF, the undersigned incorporator executes these Articles of Incorporation this 22nd day of September, 2008, and acknowledges that he is familiar with, and accepts, the obligations of registered agent of the Corporation.



DAVID L. KOCHÉ, Incorporator and
Registered Agent

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