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RECEIVED
09 NOV 14 PM 1:52
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
08 NOV 14 AM 9:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VH

FILINGS, INC. TERESA ROMAN

(Requestor's Name)

2805 LITTLE DEAL ROAD

(Address)

TALLAHASSEE, FLORIDA 32308

(City, State, Zip)

385-6735

(Phone #)

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. The Curtis J. Phillips Memorial Foundation Corporation
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2:00

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☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input checked="" type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

ARTICLES OF INCORPORATION

OF

THE CURTIS J. PHILLIPS MEMORIAL FOUNDATION CORPORATION
(A Corporation Not-For-Profit)

FILED
06 NOV 14 AM 9:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator does hereby make, subscribe, certify, file and acknowledge these Articles of Incorporation for the purpose of organizing a not for profit corporation under the laws of the State of Florida pursuant to the requirements of Section 501(c)(3) of the Internal Revenue Code of 1986 and the regulations thereunder as the same now exist or as they may be hereafter amended.

ARTICLE I

NAME

The name of the corporation shall be THE CURTIS J. PHILLIPS MEMORIAL FOUNDATION CORPORATION (hereinafter referred to as the "Foundation"). Its principal office shall be at 1141 Via Jardin, Palm Beach Gardens, Florida 33418, or at such other place as may be designated, from time to time, by the Board of Directors.

ARTICLE II

TERM OF EXISTENCE

The Foundation shall exist perpetually unless dissolved by law.

ARTICLE III

SPECIFIC AND GENERAL PURPOSES

A. The specific and primary purpose for which the Foundation is formed is to help support the children of employees of Florida Power and Light, specifically through developing a scholarship fund to aid children of Florida Power and Light in their pursuit of higher education, and to develop an application process to support this purpose.

B. The general purposes for which this Foundation is formed are to operate exclusively for such charitable, religious, education, scientific and literary purposes as will qualify the Foundation as an exempt organization under Section 501 (c) (3) of the Internal Revenue Code of 1986 and the regulations thereunder as the same now exist or as they may be hereafter amended.

ARTICLE IV

POWERS

The Foundations shall have the power, either directly or indirectly, either alone or in conjunction or cooperation with others, to do any lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, suitable, desirable, or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which the Foundation is organized.

ARTICLE V

PROHIBITED ACTIVITIES

No part of the net earnings of the Foundation, if any, shall inure to the benefit of, or

be distributable to, its members, trustees, officers, directors or other private persons, except that the Foundation shall be authorized and empowered to pay reasonable compensation for services rendered. In the event there are excess receipts over disbursements, such excess shall be applied against future expenses.

Notwithstanding any other provisions of these Articles of Incorporation to the contrary, the Foundation 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 and the regulations thereunder as the same now exist or as they may be hereafter amended.

ARTICLE VI

CAPITAL STOCK

The Foundation shall have no capital stock and shall be composed of members rather than shareholders.

ARTICLE VII

MEMBERSHIP

The qualifications for members and the manner of their admission shall be as regulated by the By-Laws of the Foundation and as provided herein. The initial members of the Foundation shall consist of Pamela Phillips, the spouse of Curtis J. Phillips, and Jose D. Sosa and Maria V. Sosa, the children of Curtis J. Phillips.

ARTICLE VIII

NUMBER OF DIRECTORS

The Foundation shall have not less than three (3), and no more than nine (9) directors.

ARTICLE IX

INITIAL BOARD OF DIRECTORS

The management of the Foundation shall be vested in a Board of Directors. The directors shall be elected at the annual meeting provided for in the By-Laws. Provisions for election and provisions respecting the removal, disqualification and resignation of directors and for filling vacancies on the Board of Directors shall be established by the By-Laws. The number of directors constituting the initial Board of Directors is three (3). The names and addresses of the initial members of the Board of Directors are:

<u>Name</u>	<u>Address</u>
Pamela Sue Phillips	1874 SW Clambake Avenue Port St. Lucie, Florida 34953
Jose Dwayne Sosa	1141 Via Jardin Palm Beach Gardens, Florida 33401
Maria Victoria Sosa	1141 Via Jardin Palm Beach Gardens, Florida 33401

ARTICLE X

OFFICERS

The principal officers of the Foundation shall be:

Chairman of the Board of Directors - Pamela Sue Phillips

Vice-Chairman - Jose D. Sosa

President - Pamela Sue Phillips

Vice President, Treasurer, Assistant Secretary - Jose D. Sosa

Secretary and Assistant Treasurer - Maria V. Sosa

The initial officers shall serve for life, at the discretion of the individual officer subject to the discretion of the board of Directors, unless removed "for cause" as provided for in the By-Laws of the Foundation. All substituted, successor or additional officers of the Foundation, whether salaried, otherwise compensated or pro bono shall be appointed by the Board of Directors as otherwise provided for in the By-Laws of the Foundation.

ARTICLE XI

INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation are as follows:

<u>Name</u>	<u>Address</u>
Jose D. Sosa, Esq.	c/o Ritter Chusid Bivona & Cohen LLP Heron Bay Corporate Center 5850 Coral Ridge Drive Suite 201 Coral Springs, Florida 33076

ARTICLE XII

INDEMNIFICATION

The Foundation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer from and against any and all claims and liabilities, and legal and other expenses incurred in connection therewith to which such person shall become subject to by reason of his or her having been, or hereafter being a director or officer of the Foundation, or by reason of any action alleged to have been taken or omitted by him or her as such director or officer, to the fullest extent permitted by the law.

ARTICLE XII

DISSOLUTION

In the event of dissolution or full liquidation of the Foundation, all of the property and assets of the Foundation, after payment of its debts, shall be distributed, to one or more charitable organizations which themselves are exempt as organizations under Section 501 (c) (3) of the Internal Revenue Code of 1986 and the regulations thereunder as the same now exist or as they may be hereafter amended.

ARTICLE XIII

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Foundation in the State of Florida is Heron Bay Corporate Center, 5850 Coral Ridge Drive, Suite 201, Coral Springs, Florida 33076, and the initial registered agent of the Foundation at that address is Jose. D. Sosa, Esq.

ARTICLE XIV

AMENDMENT OF ARTICLES

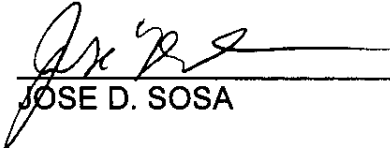
The power to alter, amend and repeal the Articles of Incorporation is vested in the Board of Directors. Such action must be taken pursuant to a resolution approved by (i) three (3) of a three (3) member Board of Directors; (ii) three (3) of a four (4) member Board of Directors; and (iii) four (4) of a five (5) member Board of Directors. If the Board of Directors shall consist of a number greater than (5) members, then the resolution to amend, modify or alter the Articles of the Curtis J. Phillips Memorial Foundation shall be approved by at least seventy-five percent (75%) of all of the Board of Directors.

ARTICLE XV

BY-LAWS

The Board of Directors of the Foundation shall adopt By-Laws for the governance of the Foundation which shall be subordinate only to the Certificate of Incorporation and the laws of the United States and the State of Florida. The By-Laws may be amended, altered, supplemented, modified or added to by the Board of Directors at any duly convened meeting of the Board of Directors which is noticed in the manner provided for in the By-Laws of the Foundation.

IN WITNESS WHEREOF, I have hereunder set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 13th day of November, 2008.

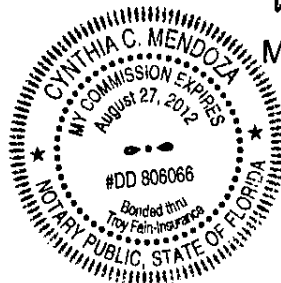

JOSE D. SOSA

STATE OF FLORIDA)
)
COUNTY OF BROWARD)

Before me, the undersigned authority, this day personally appeared JOSE D. SOSA, to me well known and known to me as the individual described herein and who executed the foregoing Articles of Incorporation of THE CURTIS J. PHILLIPS MEMORIAL FOUNDATION CORPORATION, and he acknowledged before me that he signed and executed the same for the purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Coral Springs, Florida , this 13th day of November, 2008.


Notary Public, State of Florida



My commission expires: _____

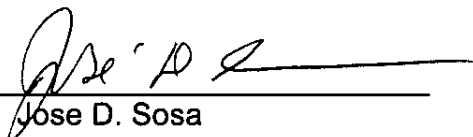
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA AND
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, Florida Statutes, the following is
submitted:

THE CURTIS J. PHILLIPS MEMORIAL FOUNDATION CORPORATION, a not-for-
profit corporation being organized under the laws of the State of Florida, with its principal
place of business at 1141 Via Jardin, Palm Beach Gardens, Florida 33418, has named
JOSE D. SOSA, as its agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT:

Having been named to accept service of process for THE CURTIS J. PHILLIPS
MEMORIAL FOUNDATION CORPORATION, at the place designed in this Certificate, I
hereby agree to act in such capacity and agree to comply with the provisions of said Act
with respect to keeping such office open.

By: 
Jose D. Sosa
REGISTERED AGENT

FILED
08 NOV 14 AM 9:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA