

Division of Corporations

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Florida Department of State

Division of Corporations

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To:

Division of Corporations
Fax Number : (850) 617-6391

From:

Account Name : HAHN LOESER + PARKS LLP
Account Number : 120050000053
Phone : (216) 621-0150
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APPROVED
AND
FILED**FLORIDA PROFIT/NON PROFIT CORPORATION****Park Shore Association Foundation, Inc.**

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COVER LETTER

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

SUBJECT: Park Shore Association 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: Carina L. Dotson, Paralegal
Name (Printed or typed)
Hahn Loeser & Parks LLP
200 Public Square, Suite 2800
Address
Cleveland, Ohio 44114
City, State & Zip
216-274-2349
Daytime Telephone number

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

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

ARTICLE I NAME

The name of the corporation shall be:

Park Shore Association Foundation, Inc.

ARTICLE II PRINCIPAL OFFICEThe principal street address and mailing address, if different is:728 Old Trail Drive
Naples, FL 34103**ARTICLE III PURPOSE**

The purpose for which the corporation is organized is:

The Corporation is organized and shall at all times be operated exclusively for charitable, religious, educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code") and for the benefit of, to perform the functions of and/or to carry out the purpose of, within the meaning

purpose clause continued on the attached Exhibit A

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

A. The Corporation shall have no members.

B. The number of and the manner of election of the Directors of the Corporation shall be set forth in the Bylaws of the Corporation.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List name(s), address(es) and specific title(s):

N/A

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESSThe name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:HL Statutory Agent, Inc.
800 Laurel Oak Drive, #600
Naples, FL 34108**ARTICLE VII INCORPORATOR**The name and address of the Incorporator is:Douglas C. Carlson, Esq.
800 Laurel Oak Drive, #600
Naples, FL 34108

** Articles VIII and IX are contained on the attached Exhibit A

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.

Jean L. Seewald
Signature Registered Agent Jeanne Seewald, Vice President

Date

12/8/08

Douglas C. Carlson
Signature/Incorporator Douglas C. Carlson

Date

12/8/08

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
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EXHIBIT A TO
NONPROFIT ARTICLES OF INCORPORATION
OF PARK SHORE ASSOCIATION FOUNDATION, INC.

Article III – Purpose (continued)

of Section 509(a)(3) of the Code, Park Shore Association, Inc. (the "Supported Organization"), which is an organization described in Section 501(c)(4) of the Code but which would be described in Section 509(a)(2) of the Code if it were a charitable organization exempt under Section 501(c)(3) of the Code. In furtherance thereof, the Corporation shall promote the advancement and further the aims and goals of the Supported Organization by:

- A. Maintaining and beautifying the parks, beach front and other common areas within the Park Shore area of the City of Naples, Florida;
- B. Engaging in any other lawful act or activity in which organizations organized under Chapter 617 of the Florida Statutes and exempt from federal income tax under Section 501(c)(3) of the Code and which are not private foundations by virtue of being described in Section 509(a)(3) of the Code may engage;
- C. Acquiring funds from individuals, corporations, associations, governmental agencies and all segments of the public in general through contributions, grants, gifts of property, bequests or otherwise, and to utilize such funds for the purposes described above; and
- D. Doing any and all things necessary or incident to the foregoing.

Article VIII – Restrictions

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, if any, directors, 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 Third 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 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 Code and not a private foundation by virtue of being

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described in Section 509(a) of the Code or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

Article IX - Dissolution

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Corporation, dispose of all the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational or religious purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code and which are not private foundations by virtue of being described in Section 509(a) of the Code as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the County Court of the county in which the principal office of the Corporation has been 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.