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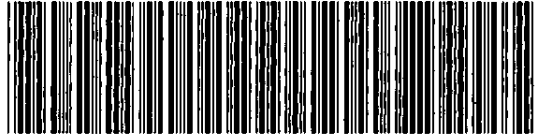
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W09-48814

3 McKnight DEC 01 2009

Paul J. Burns, Esq.

12525 Walsingham Road
Largo, Fl 33774
(727) 595-4540
(727) 596-1016 Fax

November 22, 2009

Florida Department of State
Division of Comm. Recording
P.O. Box 6327
Tallahassee, Fl 32314

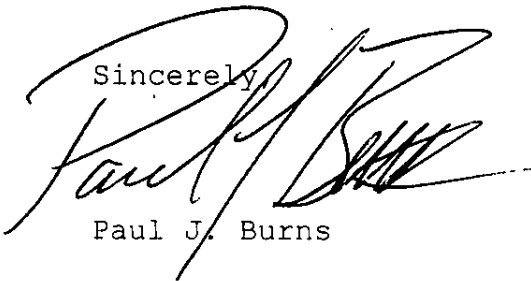
Re: **GULF COAST GIVING, INC.**
A not for profit corporation

Dear Sir/Madam:

Enclosed please find Articles of Incorporation which were revised pursuant to your request relative to the above entity. Kindly file the same and return a filed copy to my office. I have previously sent a check in the amount of \$70.00 for your fees.

If anything further is needed, do not hesitate to contact my office.

Sincerely,

A handwritten signature in black ink, appearing to read "Paul J. Burns", written over the word "Sincerely,".

Paul J. Burns



FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 3, 2009

PAUL J BURNS, ESQ.
12525 WALSINGHAM ROAD
LARGO, FL 33774

SUBJECT: GULF COAST GIVING, INC.
Ref. Number: W09000048814

We have received your document for GULF COAST GIVING, 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 Florida Statutes require an entity to designate a street address for its principal office address. A post office box is not acceptable for the principal office address. The entity may, however, designate a separate mailing address. The mailing address may be a post office box.

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.

An effective date may be added to the Articles of Incorporation **if a 2010 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: 409A00034657

ARTICLES OF INCORPORATION OF
GULF COAST GIVING, INC.

The undersigned persons, acting as incorporators of a corporation not for profit under the Florida Not For Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, adopt the following Articles of Incorporation for such corporation:

ARTICLE I

That the name of said corporation shall be GULF COAST GIVING, INC.

ARTICLE II

The principal office of the corporation for the transaction of business is 12597 Walsingham Road, Suite 2, Largo, Florida 33774.

The initial registered office of the corporation is 12597 Walsingham Road, Suite 2, Largo, Florida 33774. The name of the initial registered agent is NICK FOLEY.

ARTICLE III

The corporation shall have perpetual existence.

ARTICLE IV

This corporation is organized pursuant to the General Non-Profit Corporation Law of the State of Florida, and is further organized upon a non-stock basis as defined in Section 617.011 of the Florida Statutes.

It is intended that the Corporation shall have and continue to have the status of a corporation that is exempt from federal income taxation under Section 501(c)(3) of the Code as an organizations described in Section 501(c)(3) of the Code and which is other than a private foundation as defined in Section 509 of the Code. These Articles shall be construed accordingly, and all powers and activities of the Corporation shall be limited accordingly.

In any taxable year in which this corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code, the corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; 2) shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; 4) shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

ARTICLE V

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt

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TALLAHASSEE, FLORIDA

organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

The purposes for which this corporation is organized are as follows:

A. to receive and administer funds and to operate exclusively for charitable or educational purposes within the meaning of Section 501(c)(3) of the Code, or comparable provisions of subsequent legislation the Code. Among those purposes is to provide financial and practical assistance to those in need of basic and/or occupational education.

B. To acquire, own, purchase, lease, dispose of and deal with real and personal property and interests, either absolutely or in trust therein and to apply gifts, grants, bequests, and devises and the proceeds thereof in furtherance of the purposes of the corporation.

C. To do such things and to perform such acts to accomplish its purposes as the Board of Directors may determine to be appropriate and as are not forbidden by Section 501(c)(3) of the Code, with all the power conferred on nonprofit corporations under the laws of the State of Florida.

ARTICLE VI

Solely for the foregoing purposes, the Corporation shall have the following powers:

A. The Corporation shall have all of the common law and statutory powers of a corporation not for profit pursuant to the laws of the State of Florida, including but not limited to those set forth in Florida Statutes 617 and the following powers: to acquire by bequest, devise, gift, grant, donation, contribution, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expand, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income, principal and proceeds of such property.

B. To engage in and transact any other lawful activity, solely in furtherance of the foregoing purposes, for which nonprofit corporations may be incorporated under the Florida Not For Profit Corporation Act, and any successor or amendment to said Act.

C. To do such other things as are incidental to the powers of the Corporation or necessary or desirable in order to accomplish the Purposes of the Corporation.

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a board of directors. There shall be three (3) directors, who shall be selected by NICK FOLEY, until otherwise amended by the directors and/or Bylaws.

ARTICLE VII

The names and addresses of those chosen to serve as directors until the election and qualification of their successors are: NICK FOLEY, 12597 Walsingham Road, Suite 2, Largo, FL 33774; RUSTAM IRANI, 12597 Walsingham Road, Suite 2, Largo, FL 33774 and PAUL J. BURNS, 12525 Walsingham Road, Largo, FL 33774.

ARTICLE VIII

The authorized number and qualifications of members of the corporation, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability to dues or assessments and the method of collection thereof, shall be set forth in the bylaws.

ARTICLE IX

This corporation does not contemplate the distribution of gains, profits or dividends to the members thereof, and is organized for non-profit purposes; the property of the corporation is irrevocably dedicated to the purposes set forth above and no part of any net earnings or assets thereof shall inure to the benefit of any members or any other individual.

ARTICLE X

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Code. Any of such assets not so distributed shall be distributed in accordance with the direction of any court having competent jurisdiction in the county in which the principal office of the Corporation is then located, exclusively for the aforesaid purposes of the Corporation or to such qualified organization or organizations as said court shall determine.

ARTICLE XI

Anything in these articles of incorporation to the contrary notwithstanding, the purpose or purposes for which this corporation is organized are limited to those that will qualify it as an exempt organization under Internal Revenue Code Section 501(c)(3), including, for such purposes, the making of distributions to organizations that qualify as tax-exempt organizations under such code.

No part of the net earnings of the Corporation shall inure directly or indirectly to the benefit of or be distributable to its members (if the Corporation ever has any), Directors or Officers, but 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 these Articles.

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this corporation 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, this corporation shall not carry on any other 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 or (2)

by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

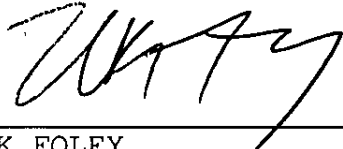
ARTICLE XII

The names and address of the incorporator is NICK FOLEY, 12597 Walsingham Road, Largo, Fl 33774.

ARTICLE XIII

The Corporation shall indemnify each Director and Officer, including former Directors and Officers, to the fullest extent allowed by law, including but not limited to Florida Statutes Chapter 617. It is intended that the Corporation be an organization the Officers and Directors of which are immune from civil liability to the extent provided under Florida Statutes Chapter 617 and other similar laws.

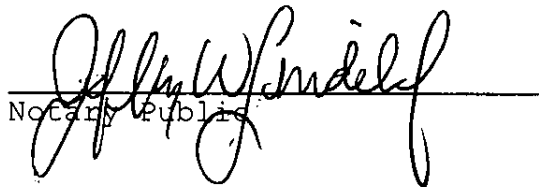
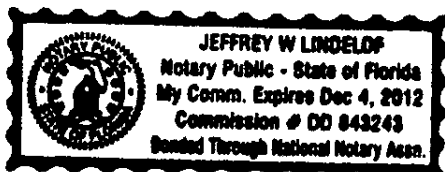
The undersigned, being the incorporators of this corporation, for the purpose of forming this not for profit charitable corporation under the Laws of Florida, hereby declare under penalty of perjury that the statements made in the foregoing Articles of Incorporation are true.



NICK FOLEY

STATE OF FLORIDA
COUNTY OF PINELLAS

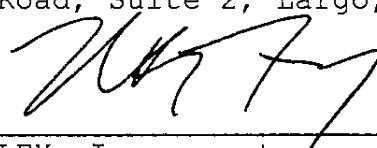
The foregoing instrument was acknowledged before me this 28th day of October, 2009, by NICK FOLEY, who are personally known to me or who has produced a Florida Drivers license as identification.


Notary Public

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 617, Florida Statutes, the undersigned corporation organized under the not for profit corporation laws of the State of the Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is **GULF COAST GIVING, INC.**
2. The name and address of the registered agent and office is NICK FOLEY, 12597 Walsingham Road, Suite 2, Largo, Fl 33774.

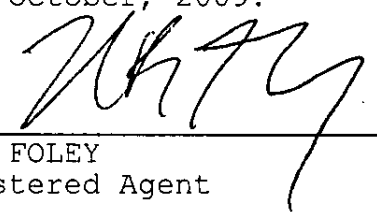


NICK FOLEY, Incorporator
Date: October 28, 2009

ACCEPTANCE

Having been named as registered agent and to accept service of process for the above named corporation, at the place designated in this Certificate, I hereby agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED this 28 day of October, 2009.



NICK FOLEY
Registered Agent

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