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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ep 12/23/09

COVER LETTER

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

SUBJECT: PARTNERSHIP SOLUTIONS ADVISORS 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: SHARON M. KELLY
Name (Printed or typed)

140 PEARL ST. SUITE 100
Address

BUFFALO NY 14202
City, State & Zip

716-848-1634
Daytime Telephone number

kimberly@sullivancapitalgroup.com
E-mail address: (to be used for future annual report notification)

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

ARTICLES OF INCORPORATION

OF

PARTNERSHIP SOLUTIONS ADVISORS FOUNDATION, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopts the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of the corporation will be Partnership Solutions Advisors Foundation, Inc.

**ARTICLE II
PRINCIPAL OFFICE**

The street address and mailing address of the principal office of the corporation will be: 686 Hermitage Circle, Palm Beach Gardens, FL 33410.

**ARTICLE III
PURPOSES**

The specific purposes for which this corporation is formed are to provide funding to Charitable Organizations and to provide financial literacy education to members of the general public, especially to children and the educationally disadvantaged, and to do any other act or thing incidental to or in connection with or in advancement of these purposes, but not for the pecuniary profit or financial gain of the corporation's directors or officers. The term "Charitable Organizations" means corporations, trusts, funds, foundations or community chests created or organized in the United States, any state or territory, the District of Columbia, or any possession of the United States, organized and operated exclusively for charitable purposes, no part of the net earnings of which inures or is payable to or for the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting, to influence legislation, and which do not participate or intervene in, (including the publishing or distributing of statements), any political campaign on behalf of or in opposition to any candidate for public office. It is intended that such Charitable Organizations be entitled to exemption from federal income tax under Section 501(c)(3) of the Internal Revenue Code.

**ARTICLE IV
MANNER OF ELECTION OF DIRECTORS**

The method of election of directors of the corporation will be stated in the corporation's bylaws.

**ARTICLE V
INITIAL DIRECTORS**

The names and addresses of the initial directors are:

Kimberly Sullivan	686 Hermitage Circle Palm Beach Gardens, FL 33410
Nadja Fidelia	686 Hermitage Circle Palm Beach Gardens, FL 33410
Bernadine Atkins	686 Hermitage Circle Palm Beach Gardens, FL 33410

**ARTICLE VI
INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and street address of the initial registered agent of the corporation is:
Kimberly Sullivan, 686 Hermitage Circle, Palm Beach Gardens, FL 33410.

**ARTICLE VII
INCORPORATOR**

The name and address of the incorporator of this corporation is: Sharon M. Kelly, 140 Pearl St. Suite 100, Buffalo, New York 14202.

**ARTICLE VIII
ORGANIZATION FOR EDUCATIONAL AND CHARITABLE PURPOSES**

(1) This corporation is organized exclusively for educational and charitable purposes as specified in Section 501(c)(3) of the Internal Revenue Code, and will not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or any successor section, or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or any successor section.

(2) No part of the net earnings of this corporation will inure to the benefit of any director or officer of the corporation or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation), and no director or officer of the corporation or any private individual will be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.

(3) No substantial part of the activities of the corporation will be carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Internal Revenue Code Section 501(h)), nor will the corporation participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE IX DISSOLUTION

Upon liquidation or dissolution of this corporation, whether voluntary or involuntary, after payment of all debts and liabilities of the corporation of whatsoever kind or nature, its remaining funds and other property and rights will be distributed to an organization or organizations exempt from taxation under Section 501(c)(3) of the Internal Revenue Code, or any successor section, such organization or organizations to be selected by the directors of the corporation.

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.

Kimberly Sullivan
Kimberly Sullivan, Registered Agent

12/10/09
Date

Sharon M. Kelly
Sharon M. Kelly, Incorporator

12-21-2009
Date

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TALLAHASSEE, FLORIDA