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# FLORIDA PROFIT/NON PROFIT CORPORATION CHAPIN RICHARDSON FOUNDATION, INC.

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### ARTICLES OF INCORPORATION OF

SECRETARY OF STATE TALLAHASSEE FLORIDA

CHAPIN RICHARDSON FOUNDATION, INC.

The undersigned, for the purpose of forming a corporation not-for-profit under the laws of the State of Florida, Chapter 617, the Florida Not For Profit Corporation Act, adopts the following Articles of Incorporation:

Article I

The name of this corporation shall be the CHAPIN RICHARDSON FOUNDATION, INC.

### Article II Principal Office and Mailing Address

The principal place of business of this corporation shall be:

5483 Riverwood Road North Orangedale, Florida 32092

The mailing address of this corporation shall be:

Post Office Box 1847 Green Cove Springs, Florida 32043

### Article III Initial Registered Agent and Address

The name and street address of the initial registered agent of this corporation are:

Sandra R. Koslow 5483 Riveryood Road North Orangedald, Florida 32092

Timothy L. Flanagan, Esquire Purcell, Flanagan, Hay & Greene, P.A. 1548 Lancaster Terrace Jacksonville, Florida 32204 Telephone: (904) 355-0355 Fla. Bar No.: 335223

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### Article IV Incorporator

The name and street address of the incorporator of this corporation are:

Sandra R. Koslow 5483 Riverwood Road North Orangedale, Florida 32092

### Article V Effective Date: Duration

- 5.1. Effective Date. Corporate existence shall commence on the date these Articles are executed.
  - 5.2. <u>Duration</u>. This corporation shall exist perpetually.

#### Article VI Purposes

- 6.1. <u>Purposes</u>. This corporation is organized exclusively for charitable, educational, religious and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding section of any future federal tax code. It is intended that this corporation shall not engage in any activity for pecuniary profit. The primary purpose of this corporation shall initially be to raise funds for selected organizations which are qualified as tax exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.
- 6.2. <u>Limitations on Actions</u>. All of the assets and earnings shall be used exclusively for the purposes set forth herein, and no part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered. 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 any political campaign on behalf of any candidate for public office.

## Article VII Directors

7.1. Number of Directors. This corporation shall have three (3) directors initially. The number of directors may be increased or diminished from time to time, but shall never be less than the number required by F. S. Section 617.0803(1) or successor provision.

7.2. <u>Initial Directors</u>. The name and street address of the initial directors of the corporation are:

Lane M. Koslow 5483 Riverwood Road North Orangedale, Florida 32092

Sandra R. Koslow 5483 Riverwood Road North Orangedale, Florida 32092

Tara Lane Inman 627 Broadcreek Loop Newport, North Carolina 28570

- 7.3. <u>Election</u>. The directors shall be elected for the term and by the method stated in the corporation's bylaws.
- 7.4. <u>Compensation</u>. The board of directors is hereby specifically authorized to make provision for reasonable compensation to its board members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any directors of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.
- 7.5. <u>Indemnification</u>. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

### Article VIII Bylaws

8.1. Bylaws. The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by the board of directors.

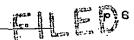
### Article IX Amendment

9.1. <u>Amendment</u>. This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation the 16 day of 10 me 2010.

SANDRA R. KOSLOW, Incorporator

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SECRETARY OF STATE



10 JUN 16 PH 2: 34

SECRETARY OF STATE
CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTEREDASSEE FLORIDA
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA

In compliance with Sections 48.091, 617.0202 and 617.0501, Florida Statutes, the following is submitted:

CHAPIN RICHARDSON FOUNDATION, INC., desiring to organize or qualify under the laws of the State of Florida, hereby designates Sandra R. Koslow as its registered agent to accept service of process within the State of Florida, and the address of its registered office shall be 5483 Riverwood Road North, Orangedale, Florida 32092.

DATED this 16 day of	JUNG	, 2010.
		Sender & Bolow
	.	SANDRA R KOSLOW Incomposator

Having been named as registered agent to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept the appointment as registered agent and 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 16th day of June 2010.

SANDRA D KOSLOW Perintered Ament

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