

Division of Corporations

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Florida Department of State
Division of Corporations
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FLORIDA PROFIT/NON PROFIT CORPORATION
Pertile Family Foundation, Inc.

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**AFFIDAVIT OF DISSOLUTION OF
PERTILE FAMILY FOUNDATION, INC.
A FLORIDA PROFIT CORPORATION**

STATE OF FLORIDA
COUNTY OF PINELLAS

Richard K. Pertile being duly sworn, deposes, and says:

1. That he is the Incorporator of Pertile Family Foundation, Inc. (Doc #P10000021781).

2. That the Articles of Dissolution were filed on July 2, 2010.

3. That the Dissolution will not be revoked at any point in time.

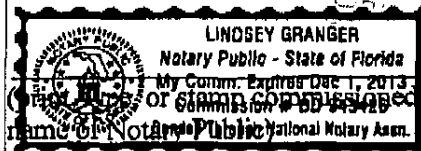
4. That the name "Pertile Family Foundation, Inc." is being released for use.

5. That this Affidavit is being given to the Division of Corporations for the State of Florida along with Articles of Incorporation for a new not-for-profit entity which will from henceforth bare the name "Pertile Family Foundation, Inc."


RICHARD K. PERTILE

SWORN TO AND SUBSCRIBED before me this Seventh day of July 2010.
Personally known or produced Florida Driver's License No. FLDL#P634751620640
identification.


(Signature of Notary Public)



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**ARTICLES OF INCORPORATION
FOR
PERTILE FAMILY FOUNDATION, INC.,
A FLORIDA NOT-FOR-PROFIT ORGANIZATION**

The undersigned, acting as Incorporator of a not-for-profit corporation under the Florida Not for Profit Corporation Act, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I
CORPORATE NAME**

The name of the corporation is:

PERTILE FAMILY FOUNDATION, INC.

**ARTICLE II
DURATION**

The period of its duration is perpetual.

**ARTICLE III
PURPOSE**

Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations under section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code.

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the organization is then 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.

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ARTICLE IV
INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the corporation's initial registered agent and his office is:

Richard K. Pertile
2810 Philippe Parkway
Safety Harbor, FL 34695

ARTICLE V
CORPORATE ADDRESS

The street address of the initial principal office of the corporation is as follows:

2810 Philippe Parkway
Safety Harbor, FL 34695

ARTICLE VI
INITIAL BOARD OF DIRECTORS

The corporation shall have six (6) directors initially. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the corporation, but shall never be less than one (1).

The names and addresses of the initial directors of the corporation are:

Name and Address
Richard K. Pertile
2810 Philippe Parkway
Safety Harbor, FL 34695

Deborah J. Pertile
2810 Philippe Parkway
Safety Harbor, FL 34695

Shirley A. Pertile
24349 Rollingview Court
Lutz, FL 33559

Lori A. Hickman
24415 Rollingview Court
Lutz, FL 33559
Tyler R. Pertile

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2810 Philippe Parkway
Safety Harbor, FL 34695

Scott M. Pertile
6840 33rd Street North
St Petersburg, FL 33702

ARTICLE VII
INCORPORATOR

The name and address of the Incorporator signing these Articles of Incorporation is:

Richard K. Pertile
2810 Philippe Parkway
Safety Harbor, FL 34695

ARTICLE VIII
AMENDMENT OF BYLAWS

The power to adopt, alter, amend or repeal the Bylaws of the corporation shall be vested in the Board of Directors.

ARTICLE IX
INDEMNIFICATION

The corporation may be empowered by resolution of the Board of Directors to indemnify any officer or director, or any former officer or director, in the manner set out and provided for in the Bylaws of the corporation or pursuant to the provisions of Section 617.0831 of the Florida Statutes, as amended.

ARTICLE X
INFORMAL ACTION OF DIRECTORS

If all the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation as part of the corporate records, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE XI
AMENDMENT OF ARTICLES

The power to amend these Articles of Incorporation shall be vested in the Board of Directors.

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ARTICLE XII
TELEPHONE MEETINGS

Members of the Board of Directors shall be deemed present at a meeting if a conference telephone or similar communications equipment, by means of which all persons participating in the meeting can hear each other, is used.

ARTICLE XIII
DIRECTOR QUORUM AND VOTING

A majority of the directors shall constitute a quorum for a meeting of the directors of the corporation. If a quorum is present, the affirmative vote of a majority of the directors present or, if a director or directors have abstained from voting because of an interest in the matter to be voted upon, the affirmative vote of a majority of the directors present and voting, shall be the act of the Board of Directors.

ARTICLE XIV
DIRECTOR CONFLICT OF INTEREST

A. No contract or other transaction between the corporation and one (1) or more of the directors, or between the corporation and any other corporation, firm, association or other entity, in which one (1) or more of the directors are directors or officers, or are financially interested, shall be either void or voidable for this reason alone or by reason alone that such director or directors are present at the meeting of the Board of Directors or of a committee thereof which approves such contract or transaction, or that his or their votes are counted for such purpose:

1. If the fact of such common directorship, officership or financial interest is disclosed or known to the Board or committee, and the Board or committee approves such contract or transaction by vote sufficient for such purpose without counting the vote or votes of such interested director or directors; or
2. If such common directorship, officership or financial interest is disclosed or known to the shareholders entitled to vote thereon, and such contract or transaction is approved by vote of the shareholders; or
3. If the contract or transaction is fair and reasonable as to the corporation at the time it is approved by the Board, a committee or the shareholders.

B. Common or interested directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee, which approves such contract or transaction.

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ARTICLE XV
CORPORATE EXISTENCE

The effective date of the corporation's existence shall begin on the date of filing.

ARTICLE XVI
DISSOLUTION

In the event of the liquidation or dissolution of the Corporation, whether voluntary or involuntary, no director, officer or committee member or other person shall be entitled to any distribution or division of its remaining property or its proceeds, and the balance of all money and other property received by the Corporation from any source, after the payment of all debts and obligations of the Corporation, shall be distributed by the Board of Directors to such organization or organizations which are organized and operate exclusively for charitable purposes and which shall at that time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954, or the corresponding provision of any future United States Internal Revenue Law; provided, however, that no part of the net earnings of such organization or organizations shall inure to the benefit of any private shareholders, member or individual, and no substantial part of the activities of such organization or organizations shall consist of carrying on propaganda or otherwise attempting to influence legislation, and such organization or organizations shall not participate or intervene in any political campaign on behalf of any candidate for public office.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation the 9th day of July, 2010.



RICHARD K. PERTILE, Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

Having been named as registered agent and to accept service of process for the above stated corporation at the address designated herein, 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 our duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 617, Florida Statutes (2009).



RICHARD K. PERTILE, Registered Agent

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