

N 100000011697

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



900188187589

12/13/10--01010--020 **78.75

RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

10 DEC 13 AM 11:45

RECEIVED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10 DEC 20 AM 8:49

FILED

MRS
12/21

57604

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

MYLES FREEBERG FOUNDATION, INC.

Signature _____

Requested by: SETH

12/20/10 PM

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

FILED

10 DEC 20 AM 8:49

SECRETARY OF STATE
TALLAHASSEE FLORIDA

- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 14, 2010

CAPITAL CONNECTION, INC.

WALK-IN

SUBJECT: MYLES FREEBERG FOUNDATION, INC.
Ref. Number: W10000057604

RECEIVED
10 DEC 20 PM 4:15
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

We have received your document for MYLES FREEBERG FOUNDATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporation address must be consistent wherever it appears in your document. The principal office address in Article two states the city of Melbourne and on the registered agent certificate is states the city of Merritt Island.

An effective date may be added to the Articles of Incorporation if a 2011 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) 245-6879.

Ruby Dunlap
Regulatory Specialist II
New Filing Section

Letter Number: 110A00028825

**ARTICLES OF INCORPORATION
OF
MYLES FREEBERG FOUNDATION, INC.
A FLORIDA NON-PROFIT CORPORATION**

FILED
10 DEC 20 AM 8:49
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE ONE

Name

The name of the Corporation is **MYLES FREEBERG FOUNDATION, INC.**, a Florida Nonprofit Corporation.

ARTICLE TWO

Principal Office and Address

The address of the principal office and mailing address of the corporation is **3651 Big Pine Road, Melbourne, Florida 32934**.

ARTICLE THREE

Duration

The term of existence of the Corporation is Perpetual; and the corporate existence will commence upon the filing of these articles with the Department of State.

ARTICLE FOUR

Purpose

The Purposes for which the corporation is organized are to receive and maintain real or personal property, or both, and, subject to the restrictions and limitation hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary, or educational purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended. The corporation is a not for profit corporation

under Chapter 617, Florida Statutes. The corporation is not formed for pecuniary profit. No part of the income or assets of the corporation is distributable to or for the benefit of its directors or officers, except to the extent permissible under these articles, under law and under 26 U.S.C.A. § 501(c)(3)

If the corporation ever has members, no member shall have any vested right, interest or privilege in or to the assets, income or property of the corporation and no part of the income or assets of the corporation shall be distributable to or for the benefit of its members, except to the extent permissible under these Articles, under law and under 26 U.S.C.A. § 501(c)(3).

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, any director, Officer, or member of the corporation, or any other private individual (except that reasonable compensation may be paid for services rendered to or for the corporation, and reasonable expenses, may be paid thereto, affecting one or more of the corporation's purposes), and no Director or Officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. No substantial part of the activities of the corporation shall include the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall neither participate nor intervene (including the publication or distribution of statements) in any political campaign on behalf of any candidate for public office, at any time.

The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by Section 4942 of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

Notwithstanding any other provisions of these Articles of Incorporation, the corporation shall not conduct or carry on activities not permitted to be conducted or carried on

by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and the Regulations as they now exist or as they may hereafter be amended.

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making the provision for the payment of all of the liabilities of the corporation, dispose of all of 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, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of the County in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as the Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE FIVE

Directors and Officers

The method of election of the directors of the Corporation is set forth in the Bylaws. The initial Board of Directors of the Corporation shall be the following five (5) individuals:

Name	Address
Thomas Freeberg	3651 Big Pine Road, Melbourne, Florida 32934
Katherine Freeberg	3651 Big Pine Road, Melbourne, Florida 32934
Karen Price	3596 Hoofprint Drive, Melbourne, Florida 32940
John Bird	1120 Rock Springs Drive, Melbourne, Florida 32940
Art Niergarth, Jr.	2285 W. Eau Gallie Blvd., Melbourne, Florida 32935

The initial President of the Corporation shall be Thomas Freeberg, the initial Vice President shall be Lance Freeberg, whose address is 3651 Big Pine Road, Melbourne, Florida 32934, the initial Secretary shall be Karen Price, and the initial treasurer shall be Katherine Freeberg.

ARTICLE SIX

Indemnification

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.

ARTICLE SEVEN

Amendment

The corporation reserves the right to amend or repeal any provision contained in these articles of incorporation or any amendment to them.

ARTICLE EIGHT

Registered Office and Agent

The initial registered office of the Corporation shall be located at 25 McLeod Street, Merritt Island, Florida 32953. The initial registered agent of the Corporation at that address shall be Fowler, Brink & Fowler, P.A.

ARTICLE NINE

Incorporators

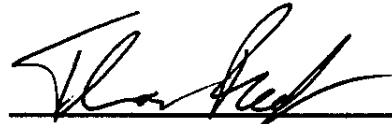
The names and resident addresses of the incorporator(s) is:

Thomas Freeberg

3651 Big Pine Road
Melbourne, Florida 32934

FILED
10 DEC 20 AM 8:49
SECRETARY OF STATE
TALLAHASSEE FLORIDA

IN WITNESS WHEREOF, I have subscribed my name on Dec 10, 2010.



Thomas Freeberg, Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First, that **MYLES FREEBERG FOUNDATION, INC.**, desiring to organize under the laws of the State of Florida, with its principal office as indicated by the Articles of Incorporation in Melbourne, County of Brevard, State of Florida, has named Fowler, Brink, & Fowler, P.A., located at 25 McLeod Street, Merritt Island, Florida 32953, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

Fowler, Brink & Fowler, P.A.

By: _____

Bart A. Brink, Vice President

FILED
10 DEC 20 AM 8:49
SECRETARY OF STATE
TALLAHASSEE FLORIDA