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Division of Corporations

Page 1 of 1

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FLORIDA PROFIT/NON PROFIT CORPORATION  
3 SONS FOUNDATION, INC.

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## ARTICLES OF INCORPORATION

OF

3 SONS FOUNDATION, INC.

THE UNDERSIGNED, acting as incorporator of a not for profit corporation, pursuant to Chapter 617, Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

### ARTICLE I

#### NAME

The name of the Corporation shall be:

3 SONS FOUNDATION, INC.

### ARTICLE II

#### TERM OF EXISTENCE

The Corporation shall have perpetual existence unless it shall be dissolved according to the laws of the State of Florida.

### ARTICLE III

#### PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and mailing address of this Corporation shall be:

5401 Maggiore Street  
Coral Gables, Florida 33146

### ARTICLE IV

#### PURPOSE

The Corporation is organized exclusively for charitable, educational, and scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any future federal tax code, including the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal

Revenue Code, or the corresponding section of any future federal tax code.

## ARTICLE V

### POWERS

The Corporation shall have and exercise all powers conferred upon not for profit corporations under the laws of the State of Florida which are not in conflict with the Corporation's exempt purposes as provided in Article IV above. The powers of the Corporation shall have the following limitations within the meaning of section 501(c)(3) of the Internal Revenue Code, as may be amended:

1. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that 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 Article IV hereof.
2. 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 (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.
3. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Notwithstanding any other provisions in these articles, at all times when the Corporation is a private foundation, as defined by section 509(a) of the Internal Revenue Code, it shall be subject to the following additional restrictions:

1. The Corporation shall distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
2. The Corporation shall not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
3. The Corporation shall not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

4. The Corporation shall not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

5. The Corporation shall not make any taxable expenditures as defined in section 4945 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

#### ARTICLE VI

##### MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed shall be set forth in the Bylaws of the Corporation.

#### ARTICLE VII

##### DIRECTORS/OFFICERS

The directors of the Corporation shall be elected in accordance with the methods and qualifications specified in the Bylaws of the Corporation. In no event shall the number of directors be fewer than three.

The initial officers of the Corporation are as follows:

Jose Segrera, President  
5401 Maggiore Street  
Coral Gables, Florida 33146

Elaine Segrera, Secretary  
5401 Maggiore Street  
Coral Gables, Florida 33146

#### ARTICLE VIII

##### DISSOLUTION

Upon the dissolution of the Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the 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.

ARTICLE IX

MEMBERS

The Corporation shall have members with such qualifications, relative rights, and limitations as set forth in the Bylaws of the Corporation.

ARTICLE X

REGISTERED AGENT AND STREET ADDRESS

The name and the street address of the registered agent is:

Jose Segrera  
5401 Maggiore Street .....  
Coral Gables, Florida 33146

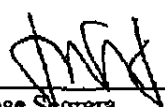
ARTICLE XI

INCORPORATOR

The name and address of the Incorporator of the Corporation is:

Jose Segrera  
5401 Maggiore Street  
Coral Gables, Florida 33146

IN WITNESS WHEREOF, I have made and subscribed these Articles of Incorporation this 10<sup>th</sup> day of March, 2011.

  
\_\_\_\_\_  
Jose Segrera

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ACCEPTANCE OF REGISTERED AGENT**

I **HEREBY ACCEPT** this appointment of, and designation as, registered agent for service of process within the State of Florida of the 3 SONS FOUNDATION, INC. named in the Articles of Incorporation hereinabove set forth and I do hereby further state that I may be found as registered agent for service of process upon said proposed Corporation at the address set forth in Article X of such Articles.

IN WITNESS WHEREOF, as said registered agent, I have caused this statement to be signed on this 10<sup>th</sup> day of March 2011.

  
\_\_\_\_\_  
Jose Segura