

N11000011612

Walter R. Briggs

(Requestor's Name)

6428 Parson Brown Sr.

(Address)

(Address)

Orlando, FL 32819

(City/State/Zip/Phone #)

☐

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EFFECTIVE DATE 1/1/12

MRS
12/19



FLORIDA DEPARTMENT OF STATE
Division of Corporations

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TALLAHASSEE, FLORIDA

November 28, 2011

WATER R BRIGGS
6428 PARSON BROWN DR.
ORLANDO, FL 32819

SUBJECT: WALTER BRIGGS FOUNDATION, INC.
Ref. Number: W11000059605

We have received your document for WALTER BRIGGS FOUNDATION, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

You must list at least one incorporator with a complete business street address.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

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: 811A00026584

**ARTICLES OF INCORPORATION
OF
WALTER BRIGGS FOUNDATION, INC.**

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TALLAHASSEE, FLORIDA

These Articles of Incorporation ("Articles") of the Walter Briggs Foundation, Inc. ("Corporation") were duly adopted by a majority vote of the Board of Directors of the Corporation in accordance with applicable provisions of ch. 617 of the Florida Statutes.

ARTICLE I - NAME

EFFECTIVE DATE 1/1/12

The name of the corporation is Walter Briggs Foundation, Inc.

ARTICLE II - LOCATION

The principal place of business address and mailing address of this Corporation is:
6428 Parson Brown Dr.
Orlando, Florida 32819

ARTICLE III - CHARITABLE PURPOSE

This Corporation is organized exclusively for charitable, religious, educational, 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, or the corresponding section of any future federal tax code. 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.

ARTICLE IV - NOT FOR PROFIT CORPORATION

This Corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under Chapter 617 of the Florida Statutes for charitable purposes.

ARTICLE V - DIRECTORS

The manner in which directors are elected or appointed is as provided for in the Bylaws. The number of directors may be increased or diminished from time to time, by By-Laws, but shall never be less than three (3).

ARTICLE VI – REGISTERED AGENT AND REGISTERED OFFICE

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

Walter R. Briggs
6428 Parson Brown Dr.
Orlando, Florida 32819

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


Walter R. Briggs

12-13-2011
Date

ARTICLE VII – INITIAL OFFICERS AND DIRECTORS

The initial officers and directors of this Corporation are:

Walter R. Briggs, President,
6428 Parson Brown Dr.
Orlando, Florida 32819

Debra Haugabrook, Vice President, Secretary,
6428 Parson Brown Dr.
Orlando, Florida 32819

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ARTICLE VIII – NO PROPERTY TO INURE TO INDIVIDUALS

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 III hereof.

ARTICLE IX – PRIVATE FOUNDATION PROVISIONS

(1) As used in this Article IX, section references, unless otherwise indicated, refer to the Internal Revenue Code of 1986, as amended, Title 26 of the United States Code, including corresponding provisions of any subsequent federal tax laws.

(2) Any other provision of the law notwithstanding, during any period or periods that this Corporation is deemed to be a “private foundation” as defined under Internal Revenue Code, the corporation shall do the following:

a. **Distribution of Income.** The corporation shall distribute such of its income (and principal, if necessary) for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Internal Revenue Code 4942, or corresponding provisions of any subsequent federal tax law.

b. **Self-Dealing.** The corporation shall not engage in any act of self-dealing as defined in Internal Revenue Code Section 4941, or corresponding provisions of any subsequent federal tax law.

c. **Excess Business Holdings.** The corporation shall not retain any excess business holdings as defined in Internal Revenue Code Section 4943(c), which would give rise to any liability for the tax imposed by Internal Revenue Code Section 4943(a) or corresponding provisions of any subsequent federal tax law.

d. **Investments Jeopardizing Charitable Purpose.** The corporation shall not make any investment which would jeopardize the carrying out of any of its exempt purposes, within the meaning of Internal Revenue Code Section 4944, so as to give rise to any liability for the tax imposed by Internal Revenue Code Section 4944(a) or corresponding provisions of any subsequent federal tax law.

e. **Taxable Expenditures.** The corporation shall not make any "taxable expenditures," as defined in Internal Revenue Code Section 4945(d), which would give rise to any liability for the tax imposed by Internal Revenue Code Section 4945(a) or corresponding provisions of any subsequent federal tax law.

ARTICLE X - DISSOLUTION

Upon the dissolution of the corporation, assets 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. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction 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 said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XI – NO INFLUENCE OF LEGISLATION

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.

ARTICLE XII – EFFECTIVE DATE AND PERPETUAL EXISTENCE

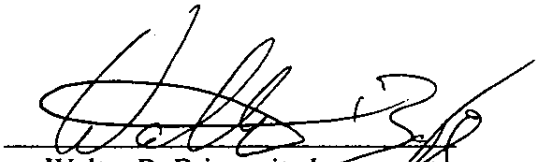
This Corporation shall have perpetual existence commencing on January 1, 2012.

ARTICLE XIII - CERTIFICATE

These Articles of Incorporation do not contain any amendment requiring member approval and the Board of Directors unanimously adopted these Articles of Incorporation on December 5, 2011.

IN WITNESS WHEREOF WALTER BRIGGS FOUNDATION, INC., has caused these Articles of Incorporation to be executed by the officer designated below as of the 5th day of December 2011.

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.


Walter R. Briggs, its Incorporator
6428 Parson Brown Dr.
Orlando, Florida 32819

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