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**FLORIDA PROFIT/NON PROFIT CORPORATION
THE COLLINS REYNOLDS FOUNDATION, INC.**

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**ARTICLES OF INCORPORATION
OF**

THE COLLINS REYNOLDS FOUNDATION, INC.

The undersigned hereby executes these Articles of Incorporation of THE COLLINS REYNOLDS FOUNDATION, INC., intending to form a Corporation not for profit under Florida Statute Chapter 617.

**ARTICLE I
NAME**

The name of this not-for-profit Corporation shall be "THE COLLINS REYNOLDS FOUNDATION, INC."

ARTICLE II

The principal place of business and mailing address of the Corporation is: 6767 Collins Avenue, #1604, Miami Beach, FL 33141.

**ARTICLE III
PURPOSES**

This Corporation is organized exclusively for religious, charitable, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under 501(c)(3) of the Internal Revenue Code of 1986 or corresponding sections of any future federal tax code.

**ARTICLE IV
BOARD OF DIRECTORS**

SECTION 1: The affairs of the Corporation shall be managed by a Board of Directors.

SECTION 2: The Board of Directors shall be no less than three (3) nor more than five (5) Directors.

SECTION 3: A Board of Directors shall be elected at each annual meeting of the Board by a majority vote of the existing Board of Directors. Each Director shall hold office from the time of his or her election. Each Director shall serve until the next annual meeting of the Board, and thereafter until his or her successor is duly elected, or until his or her earlier death, resignation or removal.

SECTION 4: The names of the persons who are to serve as the initial Board of Directors of this Corporation and who are to serve for the ensuing year and their respective addresses are:

Collins J. Reynolds, IV
6767 Collins Avenue, #1604
Miami Beach, FL 33141

Ignacio Rua, M.D.
8950 South Kendall Drive
Miami, FL 33176

Monica C. Interian, MSN
11501 S.W. 62nd Avenue
Miami, FL 33156

ARTICLE V
REGISTERED AGENT

The name and address of the registered agent of this Corporation is:

Scott G. Richman, Esquire
c/o The Richman Law Firm, P.A.
80 NE 5th Avenue
Delray Beach, FL 33483

I hereby am familiar with and accept the duties and responsibilities as registered agent for Collins Reynolds Foundation, Inc.



Scott G. Richman, Registered Agent

ARTICLE VI
OFFICERS

SECTION 1: The officers of the Corporation shall be the President, a Vice-President, a Secretary and a Treasurer.

SECTION 2: The officers shall be elected or appointed at the annual meeting of the Board of Directors.

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ARTICLE VII
BY-LAWS

The initial By-Laws of the Corporation shall be adopted by a 51% vote of the Board of Directors.

ARTICLE VIII
EARNINGS AND NEGATION OF PECUNIARY GAIN

This Corporation is not organized for a pecuniary profit. It shall not have any power to issue Certificates of Stock or declare dividends.

Notwithstanding any other provisions of these Articles of Incorporation, no part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its directors, officers or any other person, except the Corporation is authorized to reimburse its directors and officers for reasonable expenses incurred in the management of the Corporation, and to pay reasonable compensation for services rendered to the extent such payments do not prevent it from qualifying, and continuing to qualify, as an exempt organization and to make such lawful payments and distributions in furtherance of the purposes set forth in Article III hereof as may from time to time be either required or permitted by Section 501(c)(3) of the Internal Revenue Code of 1986.

ARTICLE IX
PROHIBITION OF CERTAIN ACTIVITIES

This Corporation shall not devote a substantial part of its activities to attempting to influence legislation in any way, including carrying on propaganda activities. Furthermore, this Corporation shall not participate or intervene in any political campaign on behalf of or in opposition to any candidate for public office, including, but not limited to, publishing or distributing statements regarding such campaigns.

Notwithstanding any provisions of these Articles of Incorporation to the contrary, this Corporation is without power to engage in any activity inconsistent with either exemption from taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 or with the requirements for deductibility of contributions to the Corporation under Section 170 of the Internal Revenue Code of 1986.

ARTICLE X
FOUNDATION STATUS

Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall be prohibited from engaging in any act of self-dealing (as defined in Section 4941(d) of the Internal Revenue Code of 1986); from retaining any excess business holdings (as defined in Section 4943(c) of the Internal Revenue Code of 1986); from making any investments in such

manner as to subject the Corporation to tax under Section 4944 of the Internal Revenue Code of 1986; and from making any taxable expenditures (as defined in Section 4945(d) of the Internal Revenue Code of 1986), to the extent any action therewith would subject the Corporation to tax under one or more of the cited sections of the Internal Revenue Code of 1986. To the extent required, the Corporation shall make qualifying distributions at such time and in such manner as do not subject the Corporation to tax under Section 4942 of the Internal Revenue Code of 1986.

ARTICLE XI **INCORPORATOR**

The name and address of the Incorporation of this Corporation is:

Scott G. Richman
C/o The Richman Law Firm, PA
80 NE 5th Avenue
Delray Beach, FL 33483

Scott G. Richman, Incorporator


ARTICLE XII **AMENDMENTS**

These Articles of Incorporation may be amended by a 51% vote of the Board of Directors.


ARTICLE XIII **DISSOLUTION**

Upon the dissolution of this Corporation in accordance with Florida law, the Board of Directors shall, after paying or making provision for the payment of all of the known liabilities of the Corporation, dispose of the Corporation's remaining assets exclusively for the purposes of this Corporation and in accordance with the requirements for exemption under Section 501(c)(3) of the Internal Revenue Code of 1986. The assets may be distributed by the Board of Directors to any organization or organizations which qualify for exemption under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of the future United States Internal Revenue Law. Any assets not disposed of as provided above shall be disposed of by the Circuit Court of Miami-Dade County, Florida, or any other court having jurisdiction over this Corporation in regard to its dissolution exclusively for the purposes of this Corporation.

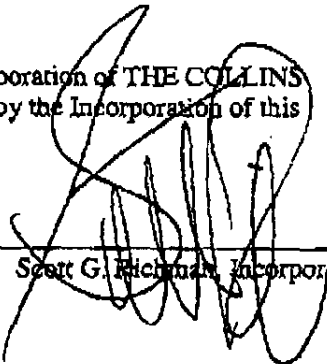
IN WITNESS WHEREOF, these Articles of Incorporation of THE COLLINS REYNOLDS FOUNDATION, INC. Have been executed by the Incorporation of this Corporation this 8 day of March, 2012.


Witness

MARGARET RICHMAN
[Printed Name of Witness]


Witness

Eleanor R. Goldrick
[Printed Name of Witness]


Scott G. Richman, Incorporator

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