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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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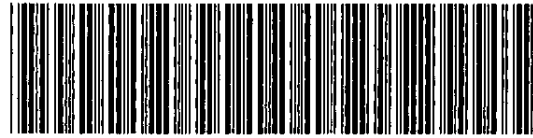
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

J. Stivers JUL 17 2012

**COVER LETTER**

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: Fox Family Foundation, Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

\$70.00  
Filing Fee

\$78.75  
Filing Fee &  
Certificate of  
Status

\$78.75  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

FROM: Brent Culhane  
Name (Printed or typed)

925 Euclid Ave., Suite 1150  
Address

Cleveland, OH 44115  
City, State & Zip

216.696.5865  
Daytime Telephone number

sandyfox1@hotmail.com  
E-mail address: (to be used for future annual report notification)

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**NOTE: Please provide the original and one copy of the articles.**

**ARTICLES OF INCORPORATION**  
In compliance with Chapter 617, F.S., (Not for Profit)

**ARTICLE I NAME**

The name of the corporation shall be: Fox Family Foundation, Inc.

**ARTICLE II PRINCIPAL OFFICE**

Principal street address  
30 N. Compass Dr.  
Ft. Lauderdale, FL 33308

Mailing address, if different is:  
\_\_\_\_\_  
\_\_\_\_\_

**ARTICLE III PURPOSE**

The purpose for which the corporation is organized is:  
  
See attached.

**ARTICLE IV MANNER OF ELECTION** The manner in which the directors are elected and appointed:

See attached.

**ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS**

Name and Title: Sanford A. Fox, Director Name and Title: \_\_\_\_\_  
Address: 789 Crandon Blvd. #601 Address: \_\_\_\_\_  
Key Biscayne, FL 33149 \_\_\_\_\_

Name and Title: Sheila Fox, Director Name and Title: \_\_\_\_\_  
Address: 789 Crandon Blvd. #601 Address: \_\_\_\_\_  
Key Biscayne, FL 33149 \_\_\_\_\_

Name and Title: Dr. Eric Fox, Director Name and Title: \_\_\_\_\_  
Address: 30 N. Compass Dr. Address: \_\_\_\_\_  
Ft. Lauderdale, FL 33308 \_\_\_\_\_

**ARTICLE VI REGISTERED AGENT**

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

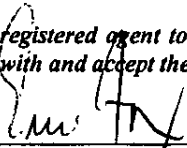
Name: Dr. Eric Fox  
Address: 30 N. Compass Dr.  
Ft. Lauderdale, FL 33308

**ARTICLE VII INCORPORATOR**

The name and address of the Incorporator is:

Name: Sanford A. Fox  
Address: 789 Crandon Blvd. #601  
Key Biscayne, FL 33149

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

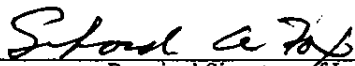


Required Signature of Registered Agent

6/28/12

Date

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.



Required Signature of Incorporator

June 18 2012  
Date

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**ARTICLES OF INCORPORATION**  
**OF**  
**FOX FAMILY FOUNDATION, INC.**

**ARTICLE III**

**PURPOSE**

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Fox Family Foundation, Inc. (the “**Corporation**”) is organized and shall be operated exclusively for charitable purposes within the meaning of section 501(c)(3) of the Internal Revenue of 1986, as now or hereafter amended (the “**Internal Revenue Code**”). To such ends, and within such restrictions, the Corporation is organized for the following purposes:

- (i) to contribute to the support of public charities organized and operated exclusively for charitable, educational, and/or scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code and the Treasury Regulations promulgated thereunder;
- (ii) to engage in other activities of the type described in section 501(c)(3) of the Internal Revenue Code;
- (iii) to accept and receive, from whatever source, and to administer gifts, bequests, legacies, devises, grants and grants-in-aid, whether unrestricted or for specific purposes, of funds, securities, and property, of every kind and description;
- (iv) to hold cash, securities, funds and real and personal property of every kind and description to the extent from time to time permitted by law;
- (v) to manage and administer, invest and reinvest any funds, securities and property received;
- (vi) to purchase, use, improve, operate and manage property, and to borrow money for the improvement of any such property; and
- (vii) to do all things incidental to the foregoing.

The foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the powers of this Corporation conferred by the laws of the State of Florida and shall be understood to be in furtherance of, and in addition to, such general powers conferred on nonprofit corporations under the provisions of the Florida Not For Profit Corporation Act, as amended, as set forth in Florida Statutes Chapter 617, as amended or superceded, subject to the limitation of **Article IX** of these Articles of Incorporation.

ARTICLE IV

MANNER OF ELECTION

The Corporation's board of directors shall consist of at least three individuals. The initial directors are named by the incorporator in Article V. Following the initial appointment of directors, each director shall be elected by majority vote of the board of directors in the manner, and at the times, set forth in the Corporation's bylaws.

ARTICLE VIII

NO MEMBERS

The Corporation will have no members.

ARTICLE IX

PROHIBITED ACTIVITIES AND CONSTRUCTION OF ARTICLES

9.1 No part of the property or earnings of the Corporation shall inure, directly or indirectly, to the benefit of, or be distributable to, the Corporation's members, directors, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered or furnished and reimbursement for reasonable expenses incurred in furtherance of the Corporation's purposes, and to make payments and distributions in furtherance of the purposes set forth in Article III of these Articles of Incorporation.

9.2 The Corporation shall not participate or intervene in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office.

9.3 No substantial part of the activities of the Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation nor shall they consist of the activities of an "action" organization.

9.4 It is intended that this Corporation shall have the status of a corporation (i) which is exempt from Federal income tax pursuant to section 501(a) of the Internal Revenue Code as an entity organized and operated as described in section 501(c)(3) of the Internal Revenue Code, and (ii) which is other than a private foundation within the meaning of section 509(a) of the Internal Revenue Code, and these Articles shall be construed accordingly and all powers and activities hereunder shall be limited accordingly.

9.5 Notwithstanding any of the other provisions of these Articles of Incorporation, if at any time the Corporation is classified as a private foundation within the meaning of Section 509 of the Internal Revenue Code, and only under such circumstances, each of the following limitations and restrictions shall apply to the Corporation:

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(a) the Corporation shall not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code;

(b) the Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code;

(c) the Corporation shall not retain or acquire any excess business holdings as defined in section 4943(c) of the Internal Revenue Code;

(d) the Corporation shall not make any investments in such manner as to subject it to tax under section 4944 of the Internal Revenue Code; and

(e) the Corporation shall not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code.

9.6 Any reference in these Articles of Incorporation to a section of the Internal Revenue Code shall be deemed to include the corresponding provisions of any applicable future United States internal revenue law, from and after the effective date of any such future law.

## ARTICLE X

### AMENDMENTS

These Articles of Incorporation may be amended, either in whole or in part, only in the manner now or hereafter prescribed by law to amend the articles of incorporation the Corporation.

## ARTICLE XI

### DISSOLUTION

Upon the dissolution of this Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of this Corporation as stated in Article III of these Articles of Incorporation, including by distributing the assets to such organization or organizations organized and operated exclusively for charitable purposes as shall at that time qualify as an exempt organization or organizations under Sections 501(a) and 501(c)(3) of the Internal Revenue Code, as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of as directed by any court having jurisdiction in the county in which the principal office of the corporation is then located, exclusively for the purposes of the Corporation as stated in Article III of these Articles of Incorporation.

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**ARTICLE XII**

**INDEMNIFICATION**

The Corporation shall indemnify and defend each director and officer, including former directors and officers, to the fullest extent allowed by law. The Corporation's officers and directors are to be held or deemed immune from civil liability to the extent provided in Florida Statutes Chapter 617, as amended or superceded, and any similar statute.

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