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**ARTICLES OF INCORPORATION**

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DIVISION OF CORPORATIONS

**OF**

12 AUG 13 PM 3:46

**VALRICO ROTARY ENDOWMENT FUND, INC.**

**A NOT FOR PROFIT CORPORATION**

The undersigned, acting as incorporator of a not for profit corporation pursuant to the provisions of Chapter 617 of the Florida Statutes, adopts the following Articles of Incorporation:

**ARTICLE I. NAME**

The name of the corporation shall be:

VALRICO ROTARY ENDOWMENT FUND, INC.

**ARTICLE II. PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS**

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

217 Lithia Pinecrest Road  
Brandon, FL 33511

**ARTICLE III. PURPOSE**

(a) The corporation is organized and shall be operated exclusively for charitable, educational, literary and scientific purposes, and other purposes for which an organization may be organized and operated under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. In order to accomplish the foregoing, it shall be within the purposes of this corporation to establish and maintain charitable and educational activities, and to take such other action which, from time to time, shall be necessary or desirable to implement and further the said purposes.

(b) It shall be within the purposes of this corporation to receive and maintain a fund or funds of real or personal property or both, and subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for the active conduct of its charitable or educational purposes directly or through on or more grantee organizations.

(c) No part of the net earnings of this corporation shall inure to the benefit of any Director, officer of this corporation, member or any private individual (except that reasonable compensation may be paid for services rendered to or for this corporation affecting one or more of its purposes), and no Director, officer of this corporation, member or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of this corporation. No part of the activities of this corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and this corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office .

(d) Notwithstanding any other provisions of these Articles of Incorporation, this corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or any statute of similar import (the "Code") or the regulations issued thereunder, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Code and regulations issued thereunder.

e) Upon the dissolution of this corporation or the winding up of its affairs, the assets of this corporation shall be distributed exclusively to charitable, religious, scientific, literary, or educational organizations in Hillsborough County, Florida, which then would qualify for the provisions of Section 501(c)(3) of the code and the regulations issued thereunder, and no Director, officer or private individual shall be entitled to share in the distribution of any of the assets.

#### **ARTICLE IV. MANNER OF ELECTION OF DIRECTORS**

The manner in which the directors are to be elected or appointed is as stated in the Bylaws.

## **ARTICLE V. CORPORATION POWERS**

(a) This corporation shall have and exercise all powers necessary or convenient to effect any and all of the charitable educational, literary and scientific purposes for which this corporation is organized.

b) This corporation shall neither have nor exercise any power, nor shall it engage, directly or indirectly, in any activity that would invalidate its status:

(1) As a corporation that is exempt from federal income taxation as an organization described in Section 501(c)(3) of the code; or

(2) As a corporation contributions to which are deductible under Section 170(c)(2) of the code.

(c) Notwithstanding any other provision of these Articles of Incorporation, all of this corporation's income (except as appropriated by the Board of Directors for the stated purposes of the organization) for each of its taxable years shall be distributed at such time and in such manner as will not subject this corporation to tax under Section 4942 of the code.

(d) Notwithstanding any other provision of these Articles of Incorporation, this corporation shall not:

(1) Engage in any act of self-dealing (as defined in Section 4941(d) of the code;

(2) Retain any excess business holdings (as defined in Section 4943(c) of the code;

(3) Make any investments in such manner as to subject this corporation to tax under Section 4944 of the code; or

(4) Make any taxable expenditures (as defined in Section 4945(d) of the code).

**ARTICLE VI. INITIAL REGISTERED AGENT AND STREET ADDRESS**

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

Michael Hayes  
217 Lithia Pinecrest Road  
Brandon, FL 33511

**ARTICLE VII. INCORPORATOR**

The name and street address of the incorporator of these Articles of Incorporation is:

Michael Hayes  
217 Lithia Pinecrest Road  
Brandon, FL 33511

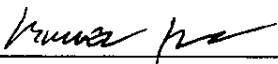
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the 8<sup>th</sup> day of AUGUST, 2012.

  
Michael Hayes

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**ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN**  
**ARTICLES OF INCORPORATION**

Michael Hayes, having a business office identical with the registered office of the corporation names in the foregoing Articles and having been designated as the Registered Agent in the foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under §607.0505, Florida Statutes.

  
\_\_\_\_\_  
Michael Hayes

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