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TALLAHASSEE, FL 32399

T. Burch AUG 23 2012

COVER LETTER

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

SUBJECT: DONALD MASON Education foundation
(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: Chris CONA
Name (Printed or typed)

3080 TAMiami TRAIL E.
Address

Naples, FL 34112
City, State & Zip

239-298-8385
Daytime Telephone number

Kelly@lichter.me
E-mail address: (to be used for future annual report notification)

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

**ARTICLES OF INCORPORATION
OF THE DONALD MASON EDUCATION FOUNDATION, INC.**

A Florida not-for-profit Corporation

The undersigned persons, acting as incorporators of a corporation not-for-profit under the Florida Not-for-Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, adopt the following articles of incorporation for the corporation:

Article 1. Name

The name of the corporation is "THE DONALD MASON EDUCATION FOUNDATION, INC."

Article 2. Duration/Effective Date

The corporation shall have perpetual duration and its effective date shall be August 16, 2012.

Article 3. No Members

The corporation shall not have members, and shall not issue membership certificates. The corporation shall not issue shares of stock.

Article 4. Physical/Mailing Address

The Physical and Mailing address of the initial registered office of the corporation is 8369 Rimini Way, Naples, Florida 34114.

Article 5- Registered Agent

The name of its initial registered agent is Kelly Lichter, her address is 8369 Rimini Way, Naples, Florida 34114, and she has executed an acceptance of Registered Agent attached hereto.

Article 6 - Purpose

The corporation is a not-for-profit corporation. The purposes for which the corporation is organized are:

(a) The specific and primary purposes for which this corporation is formed are to operate for the advancement of charitable and educational purposes and for other charitable purposes, by the distribution of its funds for those purposes, and particularly for raising charitable funds for educational purposes.

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TALLAHASSEE, FLORIDA

(b) The general purposes for which this corporation is formed are to operate exclusively for charity purposes which will qualify it as an exempt organization under 26 U.S.C.A. § 501(c)(3), or corresponding provisions of any subsequent federal tax laws, including, for those purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Section.

(c) This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene by publication/distribution of any statements in any political campaign on behalf of any candidate for public office.

Article 7. Not-for-Profit

The corporation is a not-for-profit corporation under Chapter 617, Florida Statutes. The corporation is not formed for pecuniary profit. No part of the income or assets of the corporation is distributable to or for the benefit of its directors or officers, except to the extent permissible under these articles, under law and under 26 U.S.C.A. § 501(c)(3) (referred to below as "code"). If the corporation ever has members, no member shall have any vested right, interest or privilege in or to the assets, income or property of the corporation, and no part of the income or assets of the corporation shall be distributable to or for the benefit of its members, except to the extent permissible under these Articles, under law and under 26 U.S.C.A. § 501(c)(3).

Article 8. Powers

Solely for the above purposes, the corporation shall have the following powers:

A. To exercise all rights and powers conferred by the laws of the State of Florida on nonprofit corporations, including but not limited to those set forth in Florida Statutes Chapter 617 and the following powers: to acquire by bequest, devise, gift, grant, donation, contribution, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of the property and the income, principal and proceeds of the property.

B. To engage in and transact any other lawful activity, solely in furtherance of the above purposes, for which nonprofit corporations may be incorporated under the Florida Not-for-Profit Corporation Act, and any successor or amendment to the Florida Not-for-Profit Corporation Act; To operate only for non-profit purposes, and not to pursue pecuniary gain or profit.

C. To do any other things as are incidental to the powers of the corporation, or necessary or desirable in order to accomplish the purposes of the corporation.

Article 9. Board of Directors

There shall be a board of directors consisting of at least three individuals. The initial directors are elected by the incorporators. After that, each director shall be elected by majority vote of the board of directors in the manner, and at the times, set forth in the bylaws. Any director may be removed by the affirmative vote of at least two-thirds of the board of directors. The names and residential addresses of the persons who are to serve as the initial directors are:

Kelly Lichter- 8369 Rimini Way, Naples, Florida 34114

Nick Lichter- 8369 Rimini Way, Naples, Florida 34114

Tim Mason- 10413 Silver Maples Drive, St John, In 46373

Article 10. Incorporators

The name and address of each incorporator are:

Kelly Lichter- 8369 Rimini Way, Naples, Florida 34114

Article 11. Officers

The officers of the corporation may consist of a president, one or more vice presidents, a secretary, a treasurer, and any other officers and assistant officers as may be provided for in the bylaws or by resolution of the board of directors. Each officer shall be elected by majority vote of the board of directors (and may be removed by majority vote of the board of directors) at such a time, and in such a manner, as may be prescribed by the bylaws or by law. The following persons shall initially serve as corporate officers:

President -Kelly Lichter- 8369 Rimini Way, Naples, Florida 34114

Vice President- Tim Mason- 10413 Silver Maples Drive, St John, In 46373

Secretary and Treasurer- Nick Lichter- 8369 Rimini Way, Naples, Florida 34114

Article 12. Charitable Purposes

The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member, or to the benefit of any private individual.

Article 13. Tax-Exempt Status

It is intended that the corporation shall have and continue to have the status of a corporation that is exempt from federal income taxation 26 U.S.C.A. § 501(a) as an organization described in 26 U.S.C.A. § 501(c)(3), and which is other than a private foundation as defined in 26 U.S.C.A. §

509. These articles shall be construed accordingly, and all powers and activities of the corporation shall be limited accordingly. The corporation shall not carry on propaganda or otherwise attempt to influence legislation to such an extent as would result in the loss of exemption under 26 U.S.C.A. § 501(c)(3). All references in these articles to sections of the Internal Revenue Code shall be considered references to the Internal Revenue Code of 1986, as from time to time amended, and to the corresponding provisions of any similar law subsequently enacted.

Article 14. Dissolution

Upon the dissolution of the corporation, the board of directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, distribute all of the assets of the corporation exclusively for charitable, scientific or educational purposes in such manner and to such qualified organization or organizations as the board of directors shall determine. Any of the assets not so distributed shall be distributed in accordance with the direction of any court having jurisdiction in the county in which the principal office of the corporation is then located, exclusively for the above purposes of the corporation or to a qualified organization or organizations as the court shall determine. For purposes of this article, an organization is a "qualified organization" only if, at the time of receiving the assets, it is operated exclusively for the purposes described in 26 U.S.C.A. § 170(c)(1) or 26 U.S.C.A. § 170(c)(2)(B) and is described in 26 U.S.C.A. § 509(a)(1), (2) or (3).

Article 15. Bylaws

The bylaws of the corporation are to be made and adopted by the board of directors, and may be altered, amended or rescinded by the board of directors.

Article 16. Amendment

The corporation reserves the right to amend or repeal any provision contained in these articles of incorporation or any amendment to them.

Article 17. Indemnification and Civil Liability Immunity

The corporation shall indemnify each director and officer, including former directors and officers, to the fullest extent allowed by law, including but not limited to Florida Statutes Chapter 617. It is intended that the corporation be an organization the officers and directors of which are immune from civil liability to the extent provided under Florida Statutes Chapter 617 and other similar laws.

[SIGNATURE PAGE TO FOLLOW]

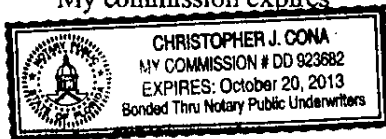
I, the undersigned, being the sole incorporator of this corporation, for the purpose of forming this not-for-profit charitable corporation under the laws of Florida, and do hereby affirm that the facts stated herein are true, and I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in § 817.155 FS. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain active status. I have executed these articles of incorporation on 8/16/12, 2012

Kelly
Kelly Lichter
Incorporator

STATE OF Florida
COUNTY OF Collier

The foregoing instrument was acknowledged before me this 16 day of August, 2012, by Kelly Lichter, who is personally known to me or has produced _____ as identification. NOTE: If a type of identification is not inserted in the blank provided, then the person executing this instrument was personally known to me.

My commission expires



[Signature]
Notary Public

Typed, Printed or Stamped Name

ACCEPTANCE OF REGISTERED AGENT

Having been named a registered agent to accept service of process for The Donald Mason Education Foundation, a Florida Corporation Not-for-Profit, at the place designated in these Articles, I agree to act in this capacity and I Further agree to comply with the provisions of all statutes relative to the power and complete performance of my duties.

Kelly
Kelly Lichter

Registered Agent

Date : 8/16/12