

N1200011858

12/27/2012 11:20 SHUMAKER LOOP & KENDRICK
Division of Corporations

(FAX 813 229 1660) P.001/006
at 11:21

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H12000299301 3)))



H120002993013ABC.

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 617-6381

From: Account Name : SHUMAKER, LOOP & KENDRICK LLP
Account Number : 075500004387
Phone : (813) 229-7600
Fax Number : (813) 229-1660

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: jesquivel@stc-law.com

FLORIDA PROFIT/NON PROFIT CORPORATION

The Vinny Lecavalier Foundation, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

12 DEC 21 PM 12: 03

RECEIVED
DIVISION OF STATE
INTEGRATION & CORPORATIONS

RECEIVED
DIVISION OF STATE
INTEGRATION & CORPORATIONS
TALLAHASSEE, FLORIDA

12 DEC 21 PM 3: 40

Electronic Filing Menu

Corporate Filing Menu

Help

12/26/12

12/21/2012

H12000299301 3

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

12 DEC 21 PM 12:03

ARTICLES OF INCORPORATION
OF
THE VINNY LECAVALIER FOUNDATION, INC.

Pursuant to Chapter 617, Florida Statutes, the Florida Not-For-Profit Corporation Act, the undersigned incorporators, being of full age, for the purpose of forming a not-for-profit corporation without capital stock, do hereby accept all of the rights, privileges, benefits and obligation conferred and imposed by said law and do hereby make, subscribe, acknowledge and file these Articles of Incorporation.

ARTICLE I
NAME

The name of this Corporation shall be "The Vinny Lecavalier Foundation, Inc."

ARTICLE II
PRINCIPAL OFFICE

The street and mailing address of the initial principal office of this Corporation shall be located in the County of Hillsborough at 101 East Kennedy Boulevard, Suite 2800, Tampa, Florida 33602.

ARTICLE III
TERM OF EXISTENCE

The duration of this Corporation shall be perpetual until dissolved according to law.

ARTICLE IV
CORPORATE PURPOSES

The Corporation is organized and shall be operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, including the making of distributions for such purposes to organizations that qualify as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law). These purposes include the following:

- (a) to build hope for children and families battling pediatric cancer and blood disorders;

H12000299301 3

- (b) to fund medical research, programming and pediatric patient care through the new Vincent Lecavalier Pediatric Cancer and Blood Disorders Center at All Children's Hospital;
- (c) to benefit and assist youth, especially youth from low income and less advantaged families by providing grants and financial aid to nonprofit organizations, including schools, that encourage youth to develop mentally and physically;
- (d) to receive and administer funds for the benefit of the Corporation, or its successor, and to that end to take and hold, by bequest, devise, gift, purchase or lease, either absolutely or in trust, any property, real, personal or mixed, without limitation as to amount or value, except such limitations, if any, as may be imposed by law;
- (e) to sell, lease, borrow, encumber, convey and dispose of any such property and to invest and reinvest principal and income thereof and to deal with and expend principal and income therefrom for the purposes set forth in this ARTICLE IV without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received or such limitations, if any, as may be imposed by law;
- (f) to own, use, buy, sell, mortgage or encumber real and personal property as will tend to promote the objects of the Corporation and the doing of all things necessary or incident to the purposes of the Corporation; and
- (g) to do such other lawful acts or activities to accomplish its charitable and educational purposes as contemplated by Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future United States Internal Revenue Law) and the nonprofit corporation laws of the State of Florida.

ARTICLE V
INITIAL REGISTERED AGENT

The initial registered agent of this Corporation shall be: Julio C. Esquivel. The street address of the initial registered agent of this Corporation shall be: 101 East Kennedy Boulevard, Suite 2800, Tampa, Florida 33602.

ARTICLE VI
INCORPORATORS

The name and address of the person signing these Articles as Incorporator is:

H12000299301 3

Julio C. Esquivel
101 East Kennedy Boulevard
Suite 2800
Tampa, Florida 33602

ARTICLE VII
BOARD OF DIRECTORS

The method of election and removal of directors shall be as set forth in the Bylaws of the Corporation. The Corporation initially shall have three (3) directors. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation, provided that the number of directors is never less than three (3).

ARTICLE VIII
VOTING

The method of voting on corporate matters shall be as set forth in the Bylaws.

ARTICLE IX
INDEMNIFICATION

The Corporation may indemnify the incorporator, any officer or Director, or any former officer or Director, to the fullest extent permitted by law.

ARTICLE X
DISSOLUTION

Upon any dissolution of the Corporation, the Directors of the Corporation shall, after paying or making provision for the payment of all liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner or to such organization or organizations organized and operated exclusively for purposes as shall at the time qualify the organization as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future United States Internal Revenue law).

ARTICLE XI
AMENDMENT

These Articles may be adopted, altered, amended or repealed only by a majority vote of the Directors present at a regular or special meeting of the Board at which a quorum is present,

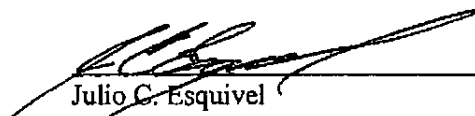
H12000299301 3

or by all Directors signing a written statement manifesting their intention that these Articles be adopted, altered, amended or repealed, provided, however, in the event of any meeting, notice thereof, which shall include the text of the proposed change to these Articles, shall be furnished in writing to each Director, at least five (5) days prior to the meeting at which such alteration shall be voted upon.

ARTICLE XII
LIMITATION ON ACTIVITIES

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, 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 IV hereof. 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. 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.

IN WITNESS WHEREOF, the incorporator executed these Articles of Incorporation on this 21st day of December, 2012.


Julio C. Esquivel

H12000299301 3

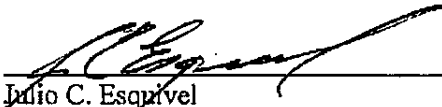
CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the relevant provisions of the Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is The Vinny Lecavalier Foundation, Inc.
2. The name and street address of the registered agent and office in the State of Florida are:

Julio C. Esquivel
101 East Kennedy Boulevard, Suite 2800
Tampa, Florida 33602.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE NAMED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.


Julio C. Esquivel
Registered Agent

Dated: December 21st, 2012

FILED
SECRETARY OF STATE
12 DEC 21 PM 12:03
TAMPA, FLORIDA