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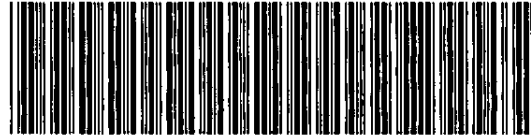
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12 DEC 26 PM 3:08

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1/4

## COVER LETTER

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

SUBJECT: **Tri 4 Number 1 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: **Denise Pizzo**

Name (Printed or typed)

**3851 59th Avenue West**

Address

**Bradenton, Florida 34210**

City, State & Zip

**(941) 567-6606**

Daytime Telephone number

**Tri4Number1@gmail.com**

E-mail address: (to be used for future annual report notification)

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

Tri 4 Number 1 Foundation Inc.

EIN \_\_\_\_\_

**TRI 4 NUMBER 1 FOUNDATION INC.**

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A Florida Non-profit Public Benefit Corporation

12 DEC 26 PM 3:08

**ARTICLES OF INCORPORATION**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I**

**NAME**

**1.01 Name**

The Name of this corporation shall be Tri 4 Number 1 Foundation Inc. The business of the corporation may be conducted as Tri 4 Number 1 Foundation Inc.

**ARTICLE II**

**DURATION**

**2.01 Duration**

The period of duration of the corporation is perpetual.

**ARTICLE III**

**PURPOSE**

**3.01 Purpose**

Tri4Number1 Foundation Inc. is a non-profit corporation and shall operate exclusively for charitable and educational purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Tri4 Number 1 Foundation Inc. is a volunteer driven corporation with no paid employees. Our purpose is to exist in a supporting relationship to one or more established non-profit 501(c)(3) public charities exclusively organized for congenital heart disease with the purposes of charitable fund raising, education, and providing resources for the immediate needs of families in the congenital heart disease local and global community regardless of their race, ethnicity or religion.

Tri 4 Number 1 Foundation Inc. provides this support through endurance sports and athletic themed events, by creating design concepts and executing these events. A strong emphasis is placed on unique concepts that draw media attention to help advance the knowledge and funding needs of the congenital heart disease community globally.

Our volunteer driven event campaigns educate by facilitating networking among families, groups, schools, hospitals, and the community to broaden awareness about the cause. We

educate and raise social awareness through speaking events sharing a survivor's testimonial, video presentations of current and past Tri 4 Number 1 Foundation events and statistical facts about the cause at schools, hospitals and community gatherings.

We utilize social media channels and the corporation's website to provide facts, statistics and other related data on the progress and developments within the congenital heart disease community.

At times, per the discretion of the board of directors, we may provide internships or volunteer opportunities which shall provide opportunities for involvement in said activities and programs in order to have a greater impact for change.

### **3.02 Public Benefit**

Tri 4 Number 1 Foundation Inc. is designated as a public benefit corporation.

## **ARTICLE IV**

### **NON-PROFIT NATURE**

#### **4.01 Non-profit Nature**

Tri 4 Number 1 Foundation Inc. is organized exclusively for charitable and education purposes including, for such purposes the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue code, or corresponding section of any future federal tax code.

No part of the net earnings of the Tri 4 Number 1 Foundation Inc. shall inure to the benefit of, or be distributable to its members, trustees, 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 the Article Three purpose clause 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.

#### **4.02 Personal Liability**

No officer or director of this corporation shall be personally liable for the debts or obligations of Tri 4 Number 1 Foundation Inc. of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

#### **4.03 Dissolution**

Upon termination or dissolution of the Tri 4 Number 1 Foundation Inc. any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of the Tri 4 Number 1 Foundation Inc. hereunder shall be selected by the discretion of a majority of the managing body of the Tri 4 Number 1 Foundation Inc. and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the Tri 4 Number 1 Foundation Inc. by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Florida.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Florida to be added to the general fund.

#### **4.04 Prohibited Distributions**

No part of the net earnings, properties of the directors of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, 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 III, Section 3.01.

#### **4.05 Restricted Activities**

No substantial part of the corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

#### **4.06 Prohibited Activities**

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (I) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (II) 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.

### **ARTICLE V**

#### **BOARD OF DIRECTORS**

##### **5.01 Governance**

Tri 4 Number 1 Foundation Inc. shall be governed by its board of directors as outlined in its non-profit corporate bylaws. All board members/officers are 100% voluntary in service and no compensation is received.

##### **5.02 Initial Officers and/or Directors**

The initial directors of the corporation shall be:

**Nels Matson - President/CEO**

3851 59<sup>th</sup> Avenue West  
Bradenton, Florida 34210

**Denise Pizzo – Board Chairman & Treasurer**

3851 59<sup>th</sup> Avenue West  
Bradenton, Florida 34210

**Mary Ann Burch - Secretary**

8800 Bardmoor Boulevard  
Apt. 13  
Seminole, Florida 33777

## **ARTICLE VI**

### **MEMBERSHIP**

#### **6.01 Membership**

Tri 4 Number 1 Foundation Inc. shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

## **ARTICLE VII**

### **AMENDMENTS**

#### **7.01 Amendments**

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds of the board of directors.

## **ARTICLE VIII**

### **ADDRESSES OF THE CORPORATION**

#### **8.01 Corporate Address**

The physical address of the corporation is:

**3851 59<sup>TH</sup> AVENUE WEST, BRADENTON, FLORIDA 34210**

The mailing address of the corporation is :

**3851 59<sup>TH</sup> AVENUE WEST, BRADENTON, FLORIDA 34210**

## **ARTICLE IX**

### **APPOINTMENT OF REGISTERED AGENT**

#### **9.01 Registered Agent**

The name and Florida street address of the registered agent of the corporations shall be:

**Denise Pizzo**

**3851 59<sup>th</sup> Avenue West**

**Bradenton, Florida 34210**

**ARTICLE X**  
**INCORPORATOR**

The Incorporators of the corporation are as follows:

**Denise Pizzo**  
**3851 59<sup>th</sup> Avenue West**  
**Bradenton, Florida 34210**

**Certificate Of Adoption of Articles of Incorporation**

We the undersigned, do hereby certify that the above stated Articles of Incorporation of Tri 4 Number 1 Foundation Inc. were approved by the board of directors on Monday, December 10, 2012 and constitute a complete copy of Articles of Incorporation of the Tri4Number1 Foundation, Inc.

**Names, addresses and signatures of initial directors and incorporators**

Title: P, D  
Matson, Nels S.  
3851 59<sup>TH</sup> AVENUE WEST  
BRADENTON, FLORIDA 34210

Nels S. Matson

Title: T, D, Board Chairman  
Pizzo, Denise L.  
3851 59<sup>TH</sup> AVENUE WEST  
BRADENTON, FLORIDA 34210

Denise Pizzo

Title: S  
Burch, Mary Ann  
8800 BARDMOOR BOULEVARD  
APT. 13  
SEMINOLE, FLORIDA 33777

Mary Ann Burch



Tri 4 Number 1 Foundation Inc.

EIN - - - - -

**Acknowledgement of consent to appointment as registered agent.**

*I, Denise Pizzo, having been named as registered agent accept service of process for the above sated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent for Tri4Number1 Foundation, Inc. and agree to act in this capacity as appointed herein.*

**Registered Agent:** Denise Pizzo

**Date:** Monday, December 10, 2012

*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 the s.817.155, F.S.*

**Incorporator:** Denise Pizzo

**Date:** Monday, December 10, 2012

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA