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Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301
845-245-6052

SUBJECT: CHAPPY'S CHARITABLE 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: Virginia Spencer
Name (Printed or typed)

2725 PGA Boulevard
Address

Palm Beach Gardens, FL 33410
City, State & Zip

561-626-7000
Daytime Telephone number

virginia@ipra.com

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

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

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DIVISION OF CORPORATIONS

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**Articles of Incorporation
of
CHAPPY'S CHARITABLE FOUNDATION INC.
A Florida corporation not for profit**

The undersigned Incorporator, competent to contract, hereby organizes and incorporates a business not for profit under the laws of the State of Florida and adopts the following Articles of Incorporation:

Article I - Name

EFFECTIVE DATE 1-11-13

The name of the Corporation shall be **CHAPPY'S CHARITABLE FOUNDATION INC.**

Article II - Purpose

The Corporation is organized exclusively to promote charitable, educational and scientific 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 a corresponding section of any future federal tax code. The Corporation may receive and administer funds for scientific, educational and charitable purposes, within the meaning of Section 501(c) (3) of Internal Revenue Code of 1986 and to that end, the Corporation is empowered to hold any property, or any undivided interest therein without limitation as to amount or value; to dispose of any such property and to invest, reinvest, or deal with the principal or income in such manner as, in the judgment of the directors, will best promote the purposes of the Corporation, without limitation except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of Incorporation, the By-laws of the Corporation, or any applicable laws, to do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its directors or officers except as permitted under the Not-for Profit Corporation Law.

No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, officer of the Corporation, or any private individual, except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more purposes, and no member, trustee, officer of the Corporation or any private individual shall be entitled to share in the distribution of the corporate assets on dissolution of the Corporation. 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 publication or distribution of statements, any political campaign on behalf of any candidate for public office.

Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to one or more charitable, religious, scientific, testing for public safety, literary, educational or research organizations which would then qualify under the provisions of Section 501 (c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be hereafter amended, or corresponding section of any future federal tax code or to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations as said court shall determine, which are organized and operated exclusively for such purposes.

Article III - Members

The qualifications for members and the manner of their admission shall be regulated by the By-laws.

Article IV - Terms of Existence

This Corporation shall have perpetual existence unless sooner dissolved according to law. Provided other requirements of the law are satisfied, corporate existence shall begin at the time of acknowledgment of these Articles or upon the date of receipt by the Secretary of State if not received by said office within five days of said acknowledgment.

Article V - Address

The principal office of the Corporation shall be 2725 PGA Boulevard, Palm Beach Gardens, Florida 33410. The Board of Directors, may, from time to time, move the principal office to any other address in the State of Florida, or establish such branch offices as may be deemed desirable.

Article VI - Director(s)

The Corporation shall have not less than two (2) Directors. The number of Directors shall be determined by the Members at their annual meeting.

The Initial directors are:

F.F. Adams, Jr.

2725 PGA Boulevard
Palm Beach Gardens, FL 33410

Virginia Spencer

2725 PGA Boulevard
Palm Beach Gardens, FL 33410

Article VII - Incorporator(s)

The following name and address of the Incorporator is as follows:

Virginia Spencer

**2725 PGA Boulevard
Palm Beach Gardens, Fl 33410**

Article VIII - Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is 2725 PGA Boulevard, Palm Beach Gardens, Fl 33410 and the name of the initial registered agent of this Corporation at that address is Virginia Spencer.

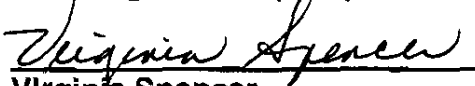
Article IX – Amendment

The Corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles in the manner now or hereafter prescribed by law and all rights conferred on Members herein are granted subject to this reservation.

Article X - Powers

This Corporation shall have all of the corporate powers enumerated in section 617.0302 , Florida Statutes, except that the corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal revenue or tax code) or by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal revenue or tax code).

I, the undersigned Incorporator, have hereunto set my hand and seal this 11th day of January, 2013 , for the purpose of forming this Corporation under the laws of the State of Florida and I hereby make and cause to be filed in the Office of the Secretary of State of the State of Florida, these Articles of Incorporation and affirm that the facts herein stated 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.


Virginia Spencer

01/11/2013 17:37

(FAX)

P.006/006

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DIVISION OF CORPORATIONS

13 JAN 14 AM 8:57

**Certificate Designating Place of Business or
Domicile for the Service of Process within this State,**

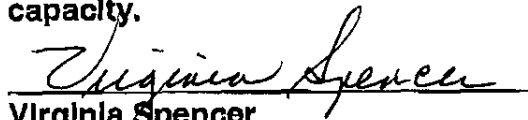
**Virginia Spencer
2725 PGA Boulevard
Palm Beach Gardens, FL 33410**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That CHAPPY'S CHARITABLE FOUNDATION INC. desires to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the City of Palm Beach Gardens, County of Palm Beach, State of Florida, and has named Virginia Spencer at 2725 PGA Boulevard, Palm Beach Gardens, FL 33410 as its agent to accept service of process within this State.

Acknowledgment by Designated Agent

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.


Virginia Spencer