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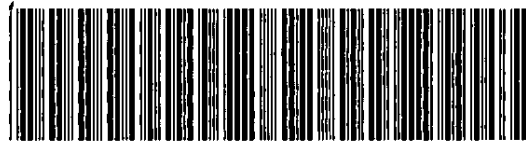
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MRP
7/25/13

COVER LETTER

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

SUBJECT: **THE ROBERT L. SIMMONS 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: **J. DANIEL BREDE, P.A.**
Name (Printed or typed)

1900 NW CORPORATE BLVD, STE 201E
Address

BOCA RATON, FL 33431
City, State & Zip

(561) 241-8996
Daytime Telephone number

rcontino@bellsouth.net
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 ROBERT L. SIMMONS FOUNDATION, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby executes these Articles of Incorporation of THE ROBERT L. SIMMONS FOUNDATION, INC., intending to form a corporation not for profit under Florida Statute Chapter 617:

ARTICLE I

Name

The name of this Corporation is THE ROBERT L. SIMMONS FOUNDATION, INC.

ARTICLE II

Purposes

This Corporation is organized exclusively for 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 of 1986 or the corresponding section of any future federal tax code.

ARTICLE III

Membership

Members of the Corporation shall be individuals of legal age who will benefit the Corporation by furthering its purposes. Members shall be admitted to the Corporation upon majority vote of the Board of Directors.

ARTICLE IV

Term of Existence

The Corporation shall exist perpetually.

ARTICLE V
Subscribers/Mailing Address

The name and address of the Incorporator, and the location of the Corporation's principal office, are as follows:

ROBERT L. SIMMONS
222 N. Ocean Blvd.
Delray Beach, Florida 33483

ARTICLE VI
Officers

Section 1 The officers of the Corporation shall be the President, a Vice President, a Secretary and a Treasurer.

Section 2 The officers shall be elected or appointed at the annual meeting of the Board of Directors.

ARTICLE VII
Board of Directors

Section 1 The business affairs of the Corporation shall be managed by the Board of Directors.

Section 2 The Board of Directors set forth in Section 4 of this Article VII shall be the initial Directors of the Corporation. There shall be no less than three (3) nor more than ten (10) Directors.

Section 3 Members of the Board of Directors shall be elected and hold office in accordance with the By-Laws.

Section 4 The names of the persons who are to serve as the initial Board of Directors of this Corporation to serve for the ensuing year, and their respective addresses, are as follows:

ROBERT L. SIMMONS, 222 N. Ocean Blvd., Delray Beach, FL 33483

SUSAN ELIZABETH COLE SAVAL, 222 N. Ocean Blvd., Delray Beach, FL 33483

LAUREN V. SIMMONS, 1674 East Classical Blvd., Delray Beach, FL 33445

CHRISTINA L. SIMMONS, 5612 Via de la Plata Circle, Delray Beach, FL 33484

TIMOTHY R. DEVLIN, c/o Daszkal Bolton, 2401 NW Boca Raton Blvd., Suite 100,
Boca Raton, FL 33431

ARTICLE VIII **By-Laws**

Section 1 The initial By-Laws of the Corporation shall be adopted by a majority vote of the Board of Directors.

Section 2 The By-Laws may be made, amended or rescinded by a majority vote of the Board of Directors.

ARTICLE IX **Amendments**

These Articles of Incorporation may be amended by a majority vote of the Board of Directors.

ARTICLE X **Negation of Pecuniary Gain**

This Corporation is not organized for a pecuniary profit. It shall not have any power to issue Certificates of Stock or declare dividends. No part of its net earnings shall inure to the benefit of, or be distributed to, any member, director, officer or other private persons; provided however, that this shall not be construed to prohibit the payment by the Corporation of reasonable compensation for services rendered nor to prohibit payments and distributions by the Corporation in furtherance of its purposes as described in Article II.

ARTICLE XI **Dissolution**

Upon the dissolution of this Corporation in accordance with Florida law, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of this Corporation, dispose of the remaining assets of this Corporation exclusively for the purposes of this Corporation and in accordance with the requirements for exemption under Section 501(c)(3) of the Internal Revenue Code of 1986. The assets may be distributed

by the Board of Directors to any organization or organizations which qualify for exemption under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue Law. Any assets not disposed of as provided above shall be disposed of by the Circuit Court of Palm Beach County, Florida, or any other court having jurisdiction over this Corporation in regard to its dissolution.

ARTICLE XII
Prohibition of Certain Activities

This Corporation shall not devote a substantial part of its activities to attempting to influence legislation in any way, including carrying on propaganda activities. Furthermore, this Corporation shall not participate or intervene in any political campaign on behalf of any candidate for public office, including, but not limited to, publishing or distributing statements regarding such campaigns.

Notwithstanding any provision of these Articles to the contrary, this Corporation is without power to engage in any activity inconsistent with either exemption from taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 or with the requirements for deductibility of contributions to the Corporation under Section 170 of the Internal Revenue Code of 1986.

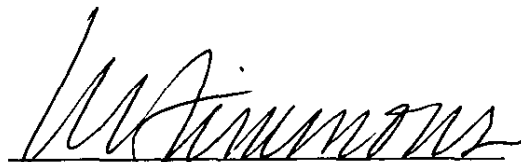
ARTICLE XIII
Registered Office and Agent

The street address of the registered office of this Corporation and the name of the Corporation's registered agent are:

J. DANIEL BREDE
1900 NW CORPORATE BLVD., #210E
BOCA RATON, FL 33431

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13 JUL 22 PM 5:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, these Articles of Incorporation of THE ROBERT L. SIMMONS FOUNDATION, INC., a not-for-profit Corporation, have been executed by the Incorporator of this Corporation this 10th day of July, 2013.


ROBERT L. SIMMONS

Massachusetts
STATE OF ~~FLORIDA~~)
notarized) ss.
COUNTY OF ~~PALM BEACH~~)

FILED

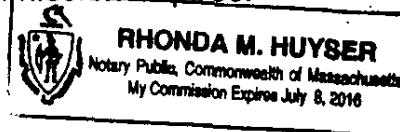
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I hereby certify that on this day before me, a Notary Public duly authorized to take acknowledgments, personally appeared ROBERT L. SIMMONS, who is personally known to me known to be the person described in and who executed the foregoing Articles of Incorporation on behalf of THE ROBERT L. SIMMONS FOUNDATION, INC., and he acknowledged before me that he subscribed to these Articles of Incorporation, and he did not take an oath.

WITNESS my hand and official seal this 10 day of July 2013,
2013.

[Signature]
Notary Public
My Commission Expires:



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13 JUL 22 PM 2:55

DESIGNATION OF REGISTERED AGENT

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

FOR

THE ROBERT L. SIMMONS FOUNDATION, INC.

Pursuant to Chapter 617.0501, Florida Statutes, the following is submitted:

THE ROBERT L. SIMMONS FOUNDATION, INC., desiring 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 Delray Beach, County of Palm Beach, State of Florida, has named:

J. DANIEL BREDE
1900 NW CORPORATE BLVD., #201E
BOCA RATON, FL 33431

as its agent for service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


J. DANIEL BREDE