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TOMMY D. PERMENTER, JR. \*ALSO ADMITTED IN SC '



Bellwether Professional Park 2201 S.E. 30th Avenue, Suite 202 Ocala, Florida 34471 TELEPHONE
(352) 622-1811
FACSIMILE
(352) 622-1866
EMAIL
TOMMY@PERMENTERLAW.COM

July 29, 2013

Department of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

Re:

Ascension Foundation, Inc.

Filing of Articles of Incorporation

Our File No: 13-0064

#### Ladies and Gentlemen:

Enclosed please find Articles of Incorporation of Ascension Foundation, Inc. for filing.

Also, enclosed is my client's check in the amount of \$78.75 representing the filing fee, designation of registered agent fee and certified copy fee (required additional copy provided).

Thank you for your assistance. If you have any questions, please do not hesitate to contact my office.

Sincerely,

THE PERMENTER LAW FIRM, P.A.

Tommy D. Permenter, Jr.

TDP/am Enclosure



FLORIDA DEPARTMENT OF STATE Division of Corporations

August 6, 2013

THE PERMENTER LAW FIRM, P.A. ATTN: TOMMY D PERMENTER, JR. 2201 S.E. 30TH AVE, SUITE 202 OCALA, FL 34471

SUBJECT: ASCENSION FOUNDATION, INC.

Ref. Number: W13000043827

We have received your document for ASCENSION FOUNDATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Make the correction in Article IV in reference to the number of Directors.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Ruby Dunlap Regulatory Specialist II New Filing Section

Letter Number: 113A00018824

Tommy D. Permenter, Jr. \*ALSO ADMITTED IN SC



BELLWETHER PROFESSIONAL PARK 2201 S.E. 30th Avenue, Suite 202 Ocala, Florida 34471 TELEPHONE
(352) 622-1811
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EMAIL
TOMMY@PERMENTERLAW.COM

August 12, 2013

Department of State
Division of Corporations
Attn: Ruby Dunlap, Regulatory Specialist II
Post Office Box 6327
Tallahassee, Florida 32314

Re: Ascension Foundation, Inc.

Filing of Articles of Incorporation

Our File No: 13-0064

Dear Ms. Dunlap,

Pursuant to your letter of August 6, 2013, a copy of which is enclosed, please find the revised Articles of Incorporation of Ascension Foundation, Inc., for filing. Also, enclosed is an additional copy for certification purposes.

Thank you for your assistance. If you have any questions, please do not hesitate to contact my office.

Sincerely,

THE PERMENTER LAW FIRM, P.A.

Tommy D. Permenter, Jr.

TDP/am Enclosure

#### **ARTICLES OF INCORPORATION**

of

FILED

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#### ASCENSION FOUNDATION, INC.

SECRETARY OF STATE TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation hereby associates to form a corporation (the "Corporation") not-for-profit under the Florida Not-for-Profit Corporation Act and other laws of the State of Florida (*Florida Statutes* Chapter 617).

### ARTICLE I Name and Address

The name of the Corporation is Ascension Foundation, Inc. The street address of the initial principal office is 1893 Merlot Drive, Sanford, Florida 32771. The mailing address is 1893 Merlot Drive, Sanford, Florida 32771. The Board of Directors may from time to time change the principal office or mailing address of the Corporation to any other address in the State of Florida.

# ARTICLE II Purposes

The purposes for which the Corporation is formed are exclusively charitable, scientific and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law (the "Revenue Laws") and the purposes of the Corporation are limited exclusively to the charitable, scientific and educational purposes set forth below.

The primary purpose of this Corporation is to provide funding for a Church, Education Center and Health Clinic in Accra, Ghana, which funding will provide care and other assistance to indigent individuals and families through services provided by each facility, while operating exclusively for the funding of charitable, medical and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

#### ARTICLE III Powers

The Corporation shall have the power, either directly or indirectly, either alone or in conjunction or in cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, desirable, suitable or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which the Corporation is organized, and to aid or assist other organizations whose activities are such as to further accomplish, foster or attain any of such purposes. In carrying out its purposes, this Corporation shall have all of the powers and authorities granted by statute and law, including the power and authority to accept gifts, devises and other contributions for charitable and educational purposes, to hold and administer the funds and properties received and to expend, contribute and otherwise dispose of funds or properties for charitable purposes either directly or by contribution to other Section 501(c)(3) organizations organized and operated exclusively for

charitable purposes. Notwithstanding anything herein to the contrary, the Corporation shall exercise only such powers as are set forth in furtherance of the exempt purposes of organizations set forth in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and its regulations as the same now exist or as they may be hereafter amended from time to time.

# ARTICLE IV Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors, members of which shall be elected annually in accordance with the Bylaws. The number of Directors shall be fixed as set forth in the Bylaws of the Corporation but shall never be less than three (3). The names and addresses of the Board of Directors, consisting of those persons who shall serve until their successors are duly elected and qualified, shall be as follows:

<u>Name</u>	Address
Daniel A. Patterson	1893 Merlot Drive, Sanford, Florida 32771
Mary Patterson	1893 Merlot Drive, Sanford, Florida 32771
Hannah Patterson	1893 Merlot Drive, Sanford, Florida 32771

# ARTICLE V Officers

The officers of the Corporation shall be a President, a Secretary and a Treasurer, and such other officers as may be provided by the Bylaws. Officers shall be elected annually by the Board of Directors at its annual meeting. The names of the persons who are to serve as officers of the Corporation until the first meeting of the Board of Directors are:

Name	<u>Title</u>
Daniel A. Patterson	President
Daniel A. Patterson	Secretary
Daniel A. Patterson	Treasurer

# ARTICLE VI Incorporator

The name of the incorporator is **Daniel A. Patterson**. The street address of the incorporator is **1893 Merlot Drive**, **Sanford**, **Florida 32771**.

# ARTICLE VII Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 1893 Merlot Drive, Sanford, Florida 32771 and the name of the initial registered agent at such address is Daniel A. Patterson.

# ARTICLE VIII Bylaws

The Board of Directors of this Corporation shall provide such Bylaws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

## ARTICLE IX Amendments

Amendments to these Articles of Incorporation shall be proposed by the officers of the Corporation and approved by the Board of Directors by a majority vote of a quorum present at a meeting duly called in accordance with the Bylaws of the Corporation.

# ARTICLE X Limitations on Actions

All of the assets and earnings of the Corporation shall be used exclusively for the exempt purposes hereinabove set forth, including the payment of expenses incidental thereto. No part of the net earnings shall inure to the benefit of or be distributable to its members, trustees, Directors, officers or any other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make distributions and payments in furtherance of the purposes set forth in Article II hereof. No substantial part of the Corporation's activity shall be for the carrying on of a program of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or interfere with (including the publication or distribution of statements regarding) 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 activities not permitted to be carried on by an organization exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws) or any organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws). The Corporation shall have no capital stock, pay no dividends, distribute no part of its net income or assets to any members, trustees, Directors, officers or any other private persons.

In particular, but without limitation of the generality of the foregoing paragraph, during such time as the Corporation may be considered a private foundation as defined in Section 509(a) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws) it shall not:

(i) fail to distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income

imposed by Section 4942 of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws);

- (ii) engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws);
- (iii) retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws);
- (iv) make any investment in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws); or
- (v) make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws).

## ARTICLE XI Dissolution

Upon dissolution of the Corporation, all of its assets remaining after payment of or provision for all liabilities of the Corporation, including costs and expenses of such dissolution, shall be utilized exclusively for the exempt purposes of the Corporation or distributed to an organization described in Section 501(c)(3) or 170(c)(2) of the Internal Revenue Code of 1986, or to the corresponding provisions of any future Revenue Law, as shall be selected by the last Board of Directors. None of the assets will be distributed to any member, trustee, officer or Director of this Corporation. 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 XII Term of Existence

The Corporation shall have perpetual existence.

IN WITNESS WHEREOF, the undersigned incorporator executed these Articles of Incorporation this 29 day of July, 2013.

DANIEL A. PATTERSON, Incorporator

#### ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the withinnamed Corporation, at the place designated hereinabove, the undersigned hereby accepts the designation to act in this capacity, and agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties and acknowledges that it is familiar with and accepts the obligations of its position as registered agent.

Date: July <u>29</u>, 2013

DANIEL A. PATTERSON

Registered Agent

