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gf 1/30/14

COVER LETTER

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

SUBJECT: TAX DEFENSE NETWORK 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: Patrick A. Fekula
Name (Printed or typed)

13901 Sutton Park Dr. S, suite 220
Address

Jacksonville, FL 32224
City, State & Zip

904-309-8150 ext:410
Daytime Telephone number

patrick.fekula@taxdefensenetwork.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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Articles of Incorporation

In compliance with Chapter 617, F.S., (Not for Profit)

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The undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of Florida, do hereby certify:

First: The name of the Corporation shall be Tax Defense Network Foundation, Inc.

Second: The place in Florida where the principal office of the Corporation is to be located is the City of Jacksonville, Duval County. The physical address of the principal office is 13901 Sutton Park Drive South, Suite 220, Jacksonville, FL 32224.

Third: Said corporation is organized exclusively for charitable, religious, 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 the corresponding section of any future federal tax code.

Fourth: The manner of election in which the directors are elected and appointed is by volunteering for a nomination and a unanimous vote.

Fifth: The initial officers and/or directors are:

Name and Title: Patrick Fekula, President

Address: 13901 Sutton Park Drive South, Suite 220, Jacksonville, FL 32224

Name and Title: Jonathan Bochese, Esq., Vice President

Address: 13901 Sutton Park Drive South, Suite 220, Jacksonville, FL 32224

Name and Title: Michaela Tuohey, Treasurer

Address: 13901 Sutton Park Drive South, Suite 220, Jacksonville, FL 32224

Name and Title: Sarah Deierlein, E.A., Secretary

Address: 13901 Sutton Park Drive South, Suite 220, Jacksonville, FL 32224

Name and Title: Joe Valinho, Director

Address: 13901 Sutton Park Drive South, Suite 220, Jacksonville, FL 32224

Name and Title: Frank Valinho, Director

Address: 13901 Sutton Park Drive South, Suite 220, Jacksonville, FL 32224

Name and Title: Warren Stamm, Esq., Director

Address: 13901 Sutton Park Drive South, Suite 220, Jacksonville, FL 32224

Name and Title: Norm Brumfield, Director

Address: 13901 Sutton Park Drive South, Suite 220, Jacksonville, FL 32224

Name and Title: Barry Durden, Director

Address: 13901 Sutton Park Drive South, Suite 220, Jacksonville, FL 32224

Articles of Incorporation

In compliance with Chapter 617, F.S., (Not for Profit)

Name and Title: Jessie S. Seaman, Esq., .Director
Address: 13901 Sutton Park Drive South, Suite 220, Jacksonville, FL 32224

Sixth: The name and address of the registered agent of the corporation is as follows:

Name: Patrick Fekula
Address: 13901 Sutton Park Drive South, Suite 220, Jacksonville, FL 32224.

Seventh: The incorporator of this corporation is as follows:

Name: Tax Defense Network, Inc.
Address: 13901 Sutton Park Drive South, Suite 220, Jacksonville, FL 32224.

Eighth: No part of the net earnings of the corporation 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 Article Third 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.

If reference to federal law in articles of incorporation imposes a limitation that is invalid in your state, you may wish to substitute the following for the last sentence of the preceding paragraph: "Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation."

Ninth: The Corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Tenth: The Corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal and/or state tax code.

Eleventh: The Corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Twelfth: The Corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Articles of Incorporation

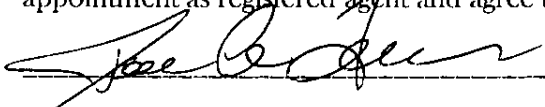
In compliance with Chapter 617, F.S., (Not for Profit)

Thirteenth: The Corporation will not make any taxable expenditures as defined in section 4945 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Fourteenth: Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed 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 a Court of Competent Jurisdiction 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.

In witness whereof, we have hereunto subscribed our names this day of the 9th of January 20 14.

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.

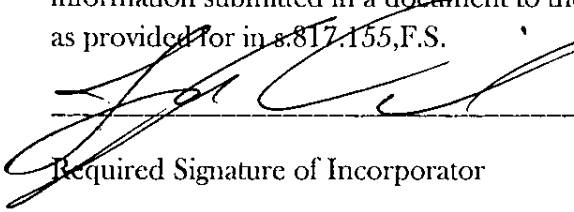


Required Signature of Registered Agent

1/9/2014

Date

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 s.817.155, F.S.



Required Signature of Incorporator

1/9/2014

Date

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