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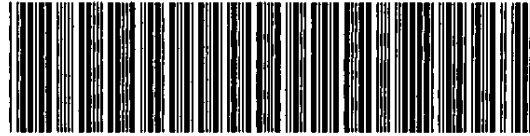
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TALLAHASSEE FLORIDA

COVER LETTER

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

SUBJECT: PEAAS Charitable Foundation, Inc.

Enclosed is one original and one (1) copy of the Articles of Incorporation and a check for \$78.75(Articles of Incorporation, Registered Agent Designation and Certificate of Status)

Filer: Wendy H. Cohen
2103 NW 62nd Drive
Boca Raton, FL 33496

Phone Number: 561-998-9248

Email: wendyc222@comcast.net

ARTICLES OF INCORPORATION

OF

PEAAS Charitable Foundation, Inc.

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

ARTICLE I: NAME: The name of the corporation is PEAAS Charitable Foundation, Inc. (the "Corporation").

ARTICLE II: PRINCIPAL OFFICE: 2103 NW 62nd Drive, Boca Raton, FL 33496.

ARTICLE III: PURPOSE: The purpose of the Corporation is to receive and maintain a fund or funds in order to make contributions of the whole or any part of the income and/or principal thereof exclusively to organizations that qualify under Section 501(c)(3) of the Internal Revenue Code for charitable, scientific, literary, religious or educational purposes by such organizations as shall from time to time be found appropriate.

ARTICLE IV: MANNER OF ELECTION: The manner in which the directors are elected and appointed is as stated in the by-laws.

ARTICLE V: Notwithstanding any other provision of this certificate of incorporation, the Corporation is organized exclusively for one or more of the purposes specified in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws (the "Internal Revenue Code") and shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code or (b) by a corporation, contributions to which are deductible under section 170(c) (2) of the Internal Revenue Code.

ARTICLE VI: No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any member, trustee, director, or officer of the Corporation or any other private person or entity, except that the Corporation shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its purposes as set forth in this certificate of incorporation.

ARTICLE VII: No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Internal Revenue Code Section 501(h)) and the Corporation shall not participate or intervene in (including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE VIII: In the event of dissolution, all of the remaining assets and property of the Corporation shall after payment of necessary expenses and satisfaction of liabilities thereof be

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distributed to another organization exempt under Section 501(c)(3) of the Internal Revenue Code, or to the federal government, or state or local government, for a public purpose.

ARTICLE IX: In any taxable year in which the Corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code, the Corporation shall distribute its income for said period at such time and in such manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; and the Corporation shall not (a) engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code, (b) retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code, (c) make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code, or (d) make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

ARTICLE X: INITIAL DIRECTORS: The names and post office addresses of the initial directors of the Corporation are as follows:

<u>Name</u>	<u>Address</u>
Wendy H. Cohen	2103 NW 62nd Drive, Boca Raton, FL 33496
Edward Cohen	2103 NW 62nd Drive, Boca Raton, FL 33496
Dana Yahpe	26 Mandalay Road, Newton, MA 02459

ARTICLE XI: REGISTERED AGENT: Wendy H. Cohen, 2103 NW 62nd Drive, Boca Raton, FL 33496

ARTICLE XII: INCORPORATOR: Wendy H. Cohen, 2103 NW 62nd Drive, Boca Raton, FL 33496

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.

Wendy H Cohen
Registered Agent

1/23/14
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.

Wendy H Cohen
Signature of Incorporator

1/23/14
Date

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