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14 MAY 16 PH 3: 3 SECRETARY OF STAT TALLAHASSEE, FLORE

5/19/14

# **COVER LETTER**

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

SUBJECT: The [	Dan Wheldon Four (PROPOSED CORPORATI	ndation, Inc.	JDE SUFFIX)	
Englosed is an original	and ane (1) converthe Artic	les of Incorporation and	lacheck 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 CO	OPY REQUIRED	
FROM:	Susan Wheldon Name (Prin	nted or typed)	_	
	9600 Koger Blvd	Suite 105		
	St. Petersburg, F	L 33702 late & Zip	14 HAY 16 SEOWETAR ALLAHASS	
	727-576-3803  Daytime Tel	ephone number	<u>m=5</u>	
	melissa@attkiss	soncpa.com	PM 3: 36 OF STATE E, FLORIDA	'  -  -

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

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

## ARTICLES OF INCORPORATION **OF**

FILED 14 MAY 16 PM 3: 36

# THE DAN WHELDON FOUNDATION, INC. SECRETARY OF STATE A Florida "Not for Profit" Corporation

TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under Chapter 617 of Florida Statutes, adopts the following Articles of Incorporation:

- A. NAME OF CORPORATION: The name of the corporation is The Dan Wheldon Foundation, Inc.
- **B. PRINCIPAL OFFICE:** The principal office of the corporation is located at 9600 Koger Blvd Suite 105, St. Petersburg, Florida 33702.
- C. MAILING ADDRESS: The mailing address of the corporation is 9600 Koger Blvd Suite 105, St. Petersburg, Florida 33702.
- D. REGISTERED AGENT: The name of the registered agent of the corporation is Susan Wheldon. The address of the registered agent is 9600 Koger Blvd Suite 105, St. Petersburg, Florida 33702.
- E, DURATION/MEMBERSHIP: The period of duration is perpetual. The qualification for members, if any, and the manner of their admission shall be regulated by the bylaws.
- F. BOARD OF DIRECTORS: The method of selection of the Board of Directors and number of directors shall be stated in the bylaws.
- G. INCORPORATORS: The name and address of the incorporator is: Susan Wheldon, 9600 Koger Blvd Suite 105, St. Petersburg, Florida 33702.
- H. CORPORATE PURPOSES: The purposes for which this corporation is formed are exclusively charitable, educational and scientific and consist of the following:
  - 1. This corporation is formed exclusively for charitable and educational purposes 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.
  - 2. To aid, support, and assist by gifts, contributions, or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable or educational purposes, no part of the net earnings of which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.

- 3. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either by directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, association, trusts, institution, foundations, or governmental bureaus, departments or agencies.
- 4. All of the foregoing purposes shall be exercised exclusively charitable and educational purposes in such a manner that the Corporation will qualify as an exempt organization under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

### I. 501(c)(3) LIMITATIONS

- 1. CORPORATE PURPOSES: Notwithstanding any other provision of these articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal and state income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future Untied States Internal Revenue law.
- 2. **EXLUSIVITY:** The Corporation is organized exclusively for charitable and educational purposes.
- 3. NO PRIVATE INUREMENT: The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to the Directors, Officers, or Members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's charitable and educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable and educational purposes no part of which shall inure to the benefit of any individual.
- 4. LOBBYING AND POLITICAL CAMPAIGNS: No substantial part of the activities of the Corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.
- 5. DISSOLUTION: Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code of 1986 to be used exclusively for charitable and educational purposes. If the Corporation holds any assets in trust, such assets shall be disposed of in such manner as may directed by decree of the Circuit Court of

the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

6. INDEMNIFICATION: Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit of proceeding by reason of the fact that he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors of administrator) may be entitled apart from this Article.

### **EXECUTION**

usan whereon

### **REGISTERED AGENT'S**

### ACCEPTANCE OF APPOINTMENT

I hereby accept my appointment as registered agent for The Dan Wheldon Foundation, Inc., a Florida not for profit corporation.

Susan Wheldon

Date: 5/13/14

14 MAY 16 PH 3: 36
SECRETARY OF STATE
TALLAHASSEE ELONE