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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JS 10/27/14

COVER LETTER

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

SUBJECT: The Daly Family Foundation, Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☒ \$70.00 ☐ \$78.75
Filing Fee Filing Fee
 & Certificate of Status

☐ \$78.75 ☐ \$87.50
Filing Fee Filing Fee,
& Certified Copy Certified Copy
 & Certificate of
 Status

ADDITIONAL COPY REQUIRED

FROM: Ana Harris, Esq.

Name (Printed or typed)

9100 S. Dadeland Blvd., PH-1, Suite 1701

Address

Miami, FL 33156

City, State & Zip

305-667-8123

Daytime Telephone number

aharris@celaadvisors.com

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

SECRETARY OF STATE
TALLAHASSEE, FL 32314

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

**ARTICLES OF INCORPORATION OF
THE DALY FAMILY FOUNDATION, INC.
(A Florida Not-for-Profit Corporation)**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator of these articles of incorporation hereby forms a corporation not for profit (the "Corporation") under the Florida Not For Profit Corporation Act, Chapter 617 of the Florida Statutes as follows:

ARTICLE I

Name, Principal Place of Business, and Mailing Address

The name of this Corporation is: THE DALY FAMILY FOUNDATION, INC. The principal place of business and mailing address are:

444 Brickell Avenue
Suite 700
Miami, FL 33131

ARTICLE II

Term of Existence

The Corporation shall have perpetual existence.

ARTICLE III

Purpose

The Corporation is organized and shall be operated exclusively for scientific, educational, and charitable purposes, including for such purposes the making of distributions to other charitable organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986, as amended (the "Code"), or corresponding sections of any prior or future law.

The Corporation shall have all powers now or hereafter granted by law, and in addition thereto shall have all powers lawfully necessary or required to carry out its purposes and objects. All of the assets and earnings shall be used exclusively for the purposes hereinabove set out, including payment of expenses incidental thereto. No part of the net earnings shall inure to the benefit of any individual, and no part of its activities shall be for the carrying on of propaganda or otherwise attempting to influence legislation.

ARTICLE IV

Directors, Members, and Amendments

The power to amend these articles of incorporation and the bylaws of the Corporation and the power to elect and remove directors shall be vested solely in the voting member ("Voting Member") of the Corporation, unless and until the Corporation has no Voting Member at which time such power shall be vested in the board of

directors of the Corporation. The qualifications of the Voting Member shall be as specified in the bylaws of the Corporation.

ARTICLE V **Incorporator**

The name and address of the incorporator signing these articles of incorporation are:

<u>Name</u>	<u>Address</u>
Christina Cuervo	444 Brickell Avenue Suite 700 Miami, FL 33131

ARTICLE VI **Dissolution**

Upon a dissolution of the Corporation, the residual assets of the Corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Code §§ 501(c)(3) and 170(c)(2), or corresponding sections of any prior or future law, or to the federal, state, or local government for exclusive public purpose.

ARTICLE VII **Registered Office and Agent**

The name and street address of the registered office of the corporation is:

Christina Cuervo
444 Brickell Avenue
Suite 700
Miami, FL 33131

ARTICLE VIII **Limitations**

Section 1. Legislative and Political Activity. No substantial part of the activities of the Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publishing or distributing of statements in connection with) any political campaign on behalf of or in opposition to any candidate for public office.

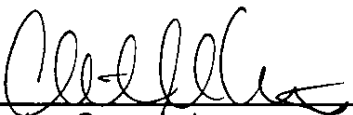
Section 2. Property. The property, assets, profits, and net income of the Corporation are dedicated irrevocably to the purposes set forth herein. No part of the

Corporation's profits or net earnings shall inure to the benefit of its directors, officers, members, or to the benefit of any private individual.

Section 3. Private Foundation Limitations. At any time during which the Corporation is classified as a private foundation for federal income tax purposes pursuant to Code § 509 or corresponding section of any future law, the Corporation:

- (a) shall not engage in any act of self-dealing as defined in Code § 4941(d) or corresponding section of any future law;
- (b) shall make distributions of such amounts for each taxable year at such time and in such manner as not to become subject to the tax imposed by Code § 4942 or corresponding section of any future law;
- (c) shall not retain any excess business holdings as defined in Code § 4943(c) or corresponding section of any future law;
- (d) shall not make any investments in such manner as to subject it to tax under Code § 4944 or corresponding section of any future law; and
- (e) shall not make any taxable expenditure as defined in Code § 4945(d) or corresponding section of any future law.

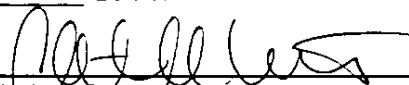
IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 17 day of OCTOBER 2014.


Christina Cuervo, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Corporation, at the place designated at the registered office, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the duties and obligations of my position as registered agent.

Dated this 17 day of OCTOBER 2014.


Christina Cuervo, Registered Agent

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