

N/5000004187

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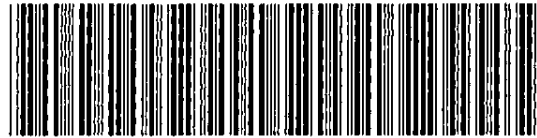
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BARNES & THORNBURG LLP

225 South Sixth Street, Suite 2800
Minneapolis, MN 55402-4662 U.S.A.
(612) 333-2111
Fax (612) 333-6798

www.btlaw.com

Sarah J. Rowley
612-367-8719
sarah.rowley@btlaw.com

April 21, 2015

VIA FEDERAL EXPRESS

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

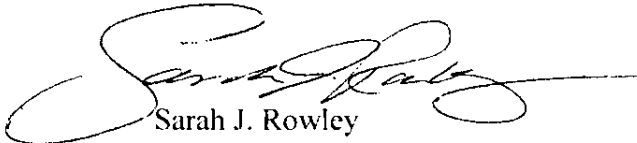
**Re: Jill and Thomas Siering Family Foundation Inc.
Our File No.: 66178-1**

Dear Sir/Madam:

Enclosed are the original and one (1) copy of the Articles of Incorporation for the above-referenced entity, along with a check in the amount of \$70.00 for the filing fee and a return envelope, if needed.

Thank you.

Very truly yours,



Sarah J. Rowley

SJR:tmn
enc.

**ARTICLES OF INCORPORATION
OF
JILL AND THOMAS SIERING FAMILY FOUNDATION INC.**

The undersigned, for the purpose of forming a corporation pursuant to the provisions of Chapter 617 of Florida Statutes known as the Florida Not for Profit Corporations Act, and all future laws amendatory thereof and supplementary thereto, adopts the following Articles of Incorporation:

**ARTICLE I
Name**

The name of the corporation shall be "Jill and Thomas Siering Family Foundation Inc."

**ARTICLE II
Principal Office**

The principal street address and mailing address of the corporation is 4501 Gulf Shore Boulevard N., No. 803, Naples, FL 34103.

**ARTICLE III
Purpose**

The corporation is organized exclusively for charitable purposes as contemplated and permitted by Sections 170(c)(2) and 501(c)(3) of the Internal Revenue Code of 1986. Within the framework and limitations of the foregoing, the corporation is organized and shall be operated exclusively to engage in, advance, support, promote and administer charitable activities, causes and projects of every kind and nature whatsoever in its own behalf or as the agent, trustee or representative of others, and, to the extent consistent with the foregoing purposes, this corporation is also empowered to aid, assist, and contribute to the support of the federal, state and local governments and political subdivisions thereof for public purposes, and corporations, associations, trusts, foundations and institutions that are (i) organized and operated exclusively for one or more purposes described in Sections 170(c)(2) and 501(c)(3) of the Internal Revenue Code of 1986, (ii) described in Section 501(c)(3) of the Internal Revenue Code of 1986, and (iii) treated as exempt from federal income taxes under Section 501(a) of the Internal Revenue Code of 1986.

**ARTICLE IV
Manner of Election**

The manner in which the directors of the corporation are elected or appointed is provided in the Bylaws of the corporation.

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ARTICLE V
Initial Directors and/or Officers

Class A Directors. The names and addresses of the initial Class A Directors are:

Thomas E. Siering
4501 Gulf Shore Boulevard N., No. 803
Naples, FL 34103

Jill O'Meara Siering
4501 Gulf Shore Boulevard N., No. 803
Naples, FL 34103

Class B Directors. The names and addresses of the initial Class B Directors are:

Patrick Siering
5112 Abbott Avenue South
Minneapolis, MN 55410-2143

Molly Siering
5112 Abbott Avenue South
Minneapolis, MN 55410-2143

Dan Siering
4545 Center Boulevard, No. 1412
Queens, NY 11109-5991

Taylor Cavallo
4545 Center Boulevard, No. 1412
Queens, NY 11109-5991

Nicole Stormoen
4566 Trillium Drive North
Medina, MN 55340

Officers. The names and addresses of the initial officers are:

Thomas E. Siering – President, Treasurer and Secretary
4501 Gulf Shore Boulevard N., No. 803
Naples, FL 34103

Jill O'Meara Siering – Assistant Secretary
4501 Gulf Shore Boulevard N., No. 803
Naples, FL 34103

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ARTICLE VI Limitations

Section 6.1 General Restrictions. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (i) 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 (ii) 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.

Section 6.2 No Private Inurement. No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, 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 III hereof.

Section 6.3 No Lobbying. 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 any candidate for public office.

Section 6.4 No Related Party Loans. The corporation shall not lend any of its assets to any officer, director, or member of the corporation, or guarantee to any person the payment of a loan by any officer, director, or member of the corporation.

Section 6.5 No Self Dealing. The corporation will not engage in any act of self dealing as defined in Section 4941(d) of the Internal Revenue Code.

Section 6.6 Required Distribution of Income. The corporation will distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income determined under Section 4942 of the Internal Revenue Code.

Section 6.7 No Excess Business Holdings. The corporation will not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code.

Section 6.8 Limited Investments. The corporation will not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code.

Section 6.9 Limited Expenditures. The corporation will not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

Section 6.10 No Prohibited Transaction. The corporation will refrain from acting, and will act as necessary, to prevent any prohibited transaction for which the corporation may be subject to taxes imposed under Chapter 42 of the Internal Revenue Code.

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ARTICLE VII
Dedication of Assets

Upon the dissolution, termination or winding up 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.

ARTICLE VIII
Initial Registered Agent and Street Address

The name and Florida street address of the registered agent is:

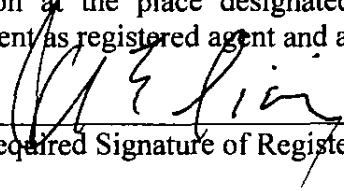
Thomas E. Siering
4501 Gulf Shore Boulevard N., No. 803
Naples, FL 34103

ARTICLE IX
Incorporator

The name and address of the incorporator, who is a natural person of full age, is:

Sarah J. Rowley
225 S. 6th Street, Suite 2800
Minneapolis, MN 55402

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

4/15/15

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

4/21/15

Date

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