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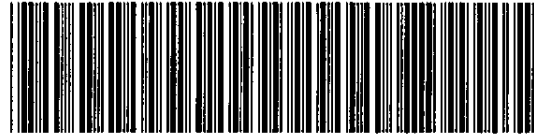
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7/23/15



GOEDE / ADAMCZYK / DeBOEST / CROSS
ATTORNEYS AND PROFESSIONAL COUNSEL
INFO@GADCLAW.COM / WWW.GADCLAW.COM

July 2, 2015

Via Certified Mail, RRR

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

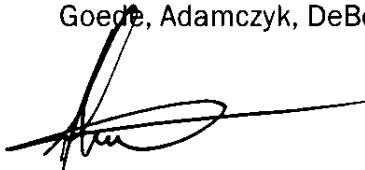
Re: Articles of Incorporation for DEGRAFFT FAMILY FOUNDATION, INC.

To Whom It May Concern:

This Firm represents the DeGrafft Family. Enclosed for filing is the Articles of Incorporation for the above-named corporation and our Firm's Trust Account check in the amount of \$70.00, representing the filing fee.

Please process the enclosed application in your usual manner. Correspondence may be returned to our Firm's Naples branch, and please do not hesitate to contact me, or my Paralegal, Laura, at 239-687-3936 should there be any issues. Thank you for your attention to this matter.

Very truly,
Goede, Adamczyk, DeBoest & Cross



Steve Adamczyk

**ARTICLES OF INCORPORATION OF
DEGRAFFT FAMILY FOUNDATION, INC.
(a Florida not-for-profit Corporation)**

FIRST: The name of the Corporation shall be DEGRAFFT FAMILY FOUNDATION, INC. (the "Corporation").

SECOND: The term of existence of the Corporation is perpetual.

THIRD: Said Corporation is organized exclusively for charitable purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under and within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future United States Internal Revenue Code (the "Code"). Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any other activity not permitted to be carried on by an organization exempt from Federal income taxation under Section 501 (c)(3) of the Code.

FOURTH: The powers of the Corporation shall be exercised, its property controlled, and its affairs conducted by a Board of Directors consisting of not less than three (3) persons. The number of Directors of the Corporation may be increased or diminished from time to time in the manner specified in the bylaws of the Corporation, but shall not be reduced to less than three (3). The initial Directors for the Corporation have been elected by the Authorized Representative of the Corporation. The names and addresses of the persons who are elected the initial Directors of the Corporation are as follows:

Hart W. DeGrafft, President
7500 Estero Blvd., Apt. 1202
Fort Myers Beach, Florida 33931

Jane E. DeGrafft, Vice President
7500 Estero Blvd., Apt. 1202
Fort Myers Beach, Florida 33931

Gregory Hart DeGrafft, Treasurer
7500 Estero Blvd., Apt. 1202
Fort Myers Beach, Florida 33931

Karla Jane Tremblay, Secretary
7500 Estero Blvd., Apt. 1202
Fort Myers Beach, Florida 33931

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TALLAHASSEE, FLORIDA

FIFTH: No part of the assets, income or 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 herein. 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 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. The Corporation, to the extent possible, shall, to the extent possible, comply with Section 508 of the Code insofar as such Section:

- i. prohibits the Corporation, its directors or members from engaging in any act of self-dealing which is subject to tax under section 4941 of the Code;
- ii. required the Corporation to distribute such amounts for each taxable year allocated at such time and in such a manner as not to subject the Corporation to tax on undistributed income under Section 4942 of the Code;
- iii. prohibits the Corporation from retaining any excess business holdings which are subject to tax under Section 4943 of the Code;
- iv. prohibits the Corporation from retaining any excess business holdings which are subject to tax under Section 4944 of the Code; and
- v. prohibits the Corporation from making any taxable expenditures which are subject to tax under Section 4945 of the Code

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 or intervene in any political campaign on behalf of any candidate for public office (including for publishing or distribution of statements).

Notwithstanding any other provision of these Articles of Incorporation, 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 Code or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not, except to an insubstantial degree, engage in any activity or exercise any powers that are not in furtherance of the purposes set forth in Article III hereof.

SIXTH: 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.

SEVENTH: The name and Florida street address of the initial Registered Agent is as follows:

Goede, Adamczyk, DeBoest & Cross, PLLC
c/o Steven J. Adamczyk, Esq.
8950 Fontana Del Sol Way, First Floor
Naples, FL 34109

EIGHTH: The name and address of the Incorporator is as follows:

Hart W. DeGrafft
7500 Estero Blvd., Apt. 1202
Fort Myers Beach, Florida 33931

NINTH: The place in this State where the principal office of the Corporation is to be located is 7500 Estero Blvd., Apt. 1202, Fort Myers Beach, Florida 33931, Lee County, Florida.

TENTH: Subject to the limitations contained in the bylaws, and any limitation set forth in the Florida Not for Profit corporation Act, concerning corporate action that must be authorized or approved by the members of the Corporation, bylaws of this Corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the Board or Directors or by the procedures set forth therefor in the bylaws.

The undersigned submits this document and affirms 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. The undersigned, being the Sole Incorporator of the Incorporation, for the purposes of forming this not-for-profit corporation under the law of Chapter 617 of the Florida Statutes of the State of Florida, has executed these Articles of Incorporation this 2 day of July, 2015.



Hart W. DeGrafft, Incorporator

7/2/15

Date

**CERTIFICATION OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE**

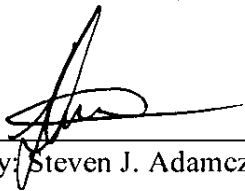
Pursuant to the provisions of Section 617.0501, Florida Statutes, the Corporation named below, organized under the laws of the State of Florida, submits the following statement in designating the registered office/ registered agent, in the State of Florida.

1. The name of the corporation is DEGRAFFT FAMILY FOUNDATION, INC.
2. The name and address of the registered agent office is:

Goede, Adamczyk, DeBoest & Cross, PLLC
c/o Steven J. Adamczyk, Esq.
8950 Fontana Del Sol Way, First Floor
Naples, FL 34109

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 RELATED TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Goede, Adamczyk, DeBoest & Cross, PLLC



By: Steven J. Adamczyk, Esq.

7-2-2015

Date