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2015 AUG -6 AM 9:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AUG 11 2015

COVER LETTER

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

SUBJECT: ADAMS CHARITABLE FOUNDATION, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check 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 COPY REQUIRED

FROM: N. Lois Adams
Name (Printed or typed)

3901 E. Colonial Dr
Address

Orlando, FL 32803
City, State & Zip

407- 898-4427
Daytime Telephone number

marets@hhcs.com
E-mail address: (to be used for future annual report notification)

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

ARTICLES OF INCORPORATION

For

ADAMS CHARITABLE FOUNDATION, INC. (A Florida Not-For-Profit Corporation)

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I. NAME

The name of this corporation is the Adams Charitable Foundation, Inc. (hereinafter called the corporation).

II. ADDRESS

The address of the principal office and the mailing address of the corporation shall be 3901 East Colonial Drive, Suite A, Orlando, Florida 32803.

III. DURATION

The period of the duration of the corporation is perpetual unless dissolved according to law.

IV. PURPOSE

The corporation is organized and operating for charitable purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code of 1986, as subsequently amended. Specifically, the corporation has as its mission the raising of funds for the specific benefit of patients with cystic fibrosis and other chronic illnesses. It is established in memory of Erin Elizabeth Phillips. The Adams Charitable Foundation, Inc., a 501(c) (3) charitable enterprise, incorporated in the State of Florida, may disperse funds by its affiliated organizations in such a manner as may be deemed appropriate by the Board of Trustees Directors of the corporation.

V. POWERS

The corporation shall have the power to acquire, own, maintain and use its assets for the purposes for which it is organized; to raise funds by any legal means for the encouragement of its purposes; to acquire, hold, own, use and dispose of real or personal property in connection with the purposes of the corporation; to exercise all powers necessary or convenient to the furtherance of the purposes for which the corporation is organized; and to exercise all powers

granted to a corporation not-for-profit under Florida law. In addition to the powers specified, the corporation shall have the additional powers specified in its bylaws.

VI. MANAGEMENT

Management of the corporation shall be vested in the Board of Trustees, the members of which shall be not less than three. The number and method of election of the Trustees of the corporation, who shall serve following the terms of the initial Trustees of the corporation, shall be as stated in the bylaws.

VII. BOARD OF TRUSTEES

The initial Board of Trustees of the Foundation shall be appointed by the Incorporator at the organizational meeting of the corporation.

VIII. MEMBERSHIP

The corporation shall have one or more classes of members, who shall be admitted to membership pursuant to such criteria and procedures as shall be stated in the bylaws.

IX. DISTRIBUTION OF ASSETS

Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax codes, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Circuit Court of Orange County, Florida, or the jurisdictional court of the county in which the principal office of the organization 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.

X. DISTRIBUTION OF NET EARNINGS

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 IV hereof.

Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from

federal income tax, under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding section of any future federal tax code.

The Board of Trustees of the Foundation may amend these Articles of Incorporation as it may deem necessary for the conduct of its business and the carrying out of its purposes.

Upon written or oral notice, the Articles of Incorporation may be amended, altered, or rescinded by a majority vote of the Board of Trustees of the corporation, in accordance with procedures established by the Bylaws.

XI. REGISTERED OFFICE


The street address of the corporation's initial registered office in the State of Florida is:

**3901 East Colonial Drive
Suite A
Orlando, Florida 32803**

XII. REGISTERED AGENT

The name and address of the sole incorporator, and initial registered agent, is N. Lois Adams, 3901 East Colonial Drive, Suite A, Orlando, Florida 32803.

IN WITNESS WHEREOF, the undersigned, being the Incorporator for the purpose of forming a corporation not-for-profit, pursuant to the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes, as amended, has signed these Articles of Incorporation on this 22th day of July, 2015.

By: 
N. Lois Adams, Incorporator


REGISTERED AGENT CERTIFICATE

In pursuance of the Florida Business Foundation Act, the following is submitted, in compliance with said statute:

That the Adams Charitable Foundation, Inc., desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation, at 3901 East Colonial Drive, Suite A, Orlando, Florida, 32803, has named N. Lois Adams as its registered agent to accept service of process and perform such other duties as are required in that State.

ACKNOWLEDGMENT:

Having been named to accept service of process and serve as registered agent for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said statute relative to keeping open said office, and further state that I am familiar with §607.0501, Florida Statutes.

By: 

N. Lois Adams
3901 East Colonial Drive
Orlando, FL 32803
(407)898-4427

DATED: July 22, 2015