

N16000004587

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



500284980825

04/27/16--01023--006 **80.75

FILED

16 APR 27 PM 3:07

5/4/14

COVER LETTER

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

SUBJECT: The Karen Williams Fox & Gerald J. Fox 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: Charles E. Garris, Esq.

Name (Printed or typed)

819 Beachland Boulevard

Address

Vero Beach, FL 32963

City, State & Zip

772-231-1995

Daytime Telephone number

cegarris@verotaxlaw.com

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

FILED
16 APR 27 PM 3:07

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

ARTICLES OF INCORPORATION
OF
THE KAREN WILLIAMS FOX & GERALD J. FOX FOUNDATION, INC.

ARTICLE I
CORPORATE NAME, PRINCIPAL OFFICE, MAILING ADDRESS AND
INCORPORATOR'S ADDRESS

The name of this corporation is THE KAREN WILLIAMS FOX & GERALD J. FOX FOUNDATION, INC.

The principal office and mailing address of this corporation is 453 Silver Moss Drive, Vero Beach, Florida 32963.

The Incorporators' addresses of this corporation are:

1. Karen Williams Fox, Trustee of the
Karen Williams Fox & Gerald J. Fox Foundation
453 Silver Moss Drive
Vero Beach, FL 32963
2. Gerald J. Fox Trustee of the
Karen Williams Fox & Gerald J. Fox Foundation
453 Silver Moss Drive
Vero Beach, FL 32963
3. Matthew G. Fox Trustee of the
Karen Williams Fox & Gerald J. Fox Foundation
5939 W Friendly Avenue #18A
Greensboro, NC 27410
4. Katherine Fox Franklin Trustee of the
Karen Williams Fox & Gerald J. Fox Foundation
527 12th Street
Santa Monica, CA 90402
5. Nicholas S. Franklin Trustee of the
Karen Williams Fox & Gerald J. Fox Foundation
527 12th Street
Santa Monica, CA 90402

FILED
16 APR 27 PM 3:07

ARTICLE II
CORPORATE NATURE

This is a nonprofit corporation, organized solely for education and charitable purposes pursuant to the Florida Corporations Not for Profit Law as set forth in Section 617 of the Florida Statutes.

ARTICLE III DURATION

The term of existence of the corporation is perpetual.

ARTICLE IV GENERAL AND SPECIFIC PURPOSES

The specific and primary purposes for which this corporation is formed are:

A. For the advancement of charitable, religious, scientific, literary, cultural or educational purposes together with any other related or corresponding charitable purposes by the distribution of its funds for such purposes as permitted under Internal Revenue Code 501(c)(3).

B. To operate exclusively in any other manner for such charitable, religious, scientific, literary, cultural or educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended, including private foundations and private operating foundations.

ARTICLE V MANAGEMENT OF CORPORATE AFFAIRS

A. Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors, consisting of not less than two (2) persons; provided, however, that such number may be changed by a By-Law duly adopted by the members.

The Directors named herein as the first Board of Directors shall hold office until the first meeting of the Directors at which time an election of Directors shall be held.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of one (1) year or until the annual meeting of Directors and until the qualification of the successors in office. Annual meetings shall be held at its principal place of business or at any other location selected by the Board of Directors between March 15 and April 15 of each year, or at such other place or places as the Board of Directors may designate from time to time by resolution.

The names of such initial members of the Board of Directors are as follows: Karen Williams Fox, Gerald J. Fox, Matthew G. Fox, Katherine Fox Franklin and Nicholas S. Franklin.

B. Corporate Officers. The Board of Directors shall elect the following officers: President, Vice President, Secretary and Treasurer, and such other officers as the By-Laws of this corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors.

ARTICLE VI

EARNINGS AND ACTIVITIES OF CORPORATION

A. 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.

B. No substantial part of the activities of the corporation shall be 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.

C. Notwithstanding any other provision of these Articles, 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 of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

D. Notwithstanding any other provision of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

**ARTICLE VII
DISTRIBUTION OF ASSETS**

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

**ARTICLE VIII
MEMBERSHIP**

The qualification for members and the manner of their admission shall be regulated by the By-Laws for this corporation.

**ARTICLE IX
AMENDMENT OF BY-LAWS**

Subject to the limitations contained in the By-Laws, and any limitations set forth in the Corporations Not for Profit Law of the State of Florida, concerning corporation action that must be authorized or approved by the members of the corporation, By-Laws of this corporation may be made, altered, rescinded, added to, or new By-Laws may be adopted, either by a resolution of the Board of Directors, or by following the procedure set forth therefor in the By-Laws.

**ARTICLE X
DEDICATION OF ASSETS**

The property of this corporation is irrevocably dedicated to religious, educational, charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

**ARTICLE XI
REGISTERED AGENT AND OFFICE**

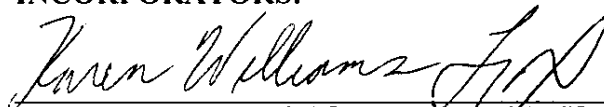
The address of the corporation's registered office shall be 819 Beachland Boulevard, Vero Beach, Florida 32963 and the name of its registered agent at said address shall be Charles E. Garriss.

**ARTICLE XII
AMENDMENT OF ARTICLES**

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to the members for their vote in the manner set forth in the By-Laws of this corporation.

IN WITNESS WHEREOF, the undersigned incorporators of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, has executed these Articles of Incorporation, this _____ day of _____, 2016.

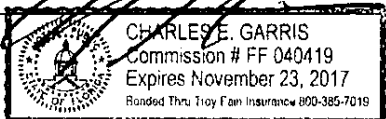
INCORPORATORS:



KAREN WILLIAMS FOX, Trustee of the Karen Williams Fox & Gerald J. Fox Foundation

**STATE OF FLORIDA
COUNTY OF INDIAN RIVER**


Acknowledged before by **KAREN WILLIAMS FOX**, Trustee of the Karen Williams Fox & Gerald J. Fox Foundation this 1 day of March, 2016.



(Print, type, or stamp commissioned name of notary public)

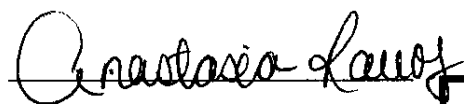
Personally known ☒ or produced identification _____

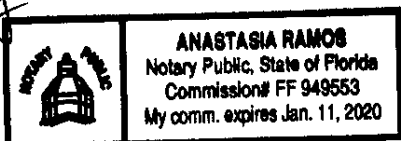
Type of identification produced _____


GERALD J. FOX, Trustee of the Karen Williams Fox & Gerald J. Fox Foundation

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

Acknowledged before by GERALD J. FOX, Trustee of the Karen Williams Fox & Gerald J. Fox Foundation this 3 day of March, 2016.

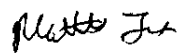




(Print, type, or stamp commissioned name of notary public)

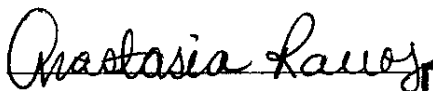
Personally known _____ or produced identification ☒

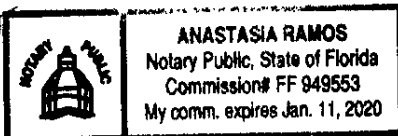
Type of identification produced Florida Driver License


MATTHEW G. FOX, Trustee of the Karen Williams Fox & Gerald J. Fox Foundation

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

Acknowledged before by MATTHEW G. FOX, Trustee of the Karen Williams Fox & Gerald J. Fox Foundation this 3 day of March, 2016.





(Print, type, or stamp commissioned name of notary public)

Personally known _____ or produced identification ☒

Type of identification produced North Carolina Driver License


**KATHERINE FOX FRANKLIN, Trustee of the
Karen Williams Fox & Gerald J. Fox Foundation**

STATE OF _____

COUNTY OF _____

Acknowledged before by **KATHERINE FOX FRANKLIN**, Trustee of the Karen Williams Fox
& Gerald J. Fox Foundation this _____ day of _____, 2016.

(Print, type, or stamp commissioned
name of notary public)

Personally known _____ or produced identification _____

Type of identification produced _____


**NICHOLAS S. FRANKLIN, Trustee of the
Karen Williams Fox & Gerald J. Fox Foundation**

STATE OF _____

COUNTY OF _____

Acknowledged before by **NICHOLAS S. FRANKLIN**, Trustee of the Karen Williams Fox &
Gerald J. Fox Foundation this _____ day of _____, 2016.

(Print, type, or stamp commissioned
name of notary public)

Personally known _____ or produced identification _____

Type of identification produced _____

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

CIVIL CODE § 1189

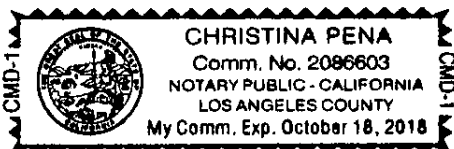
A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California)
 County of Los Angeles)
 On April 18, 2016 before me, Christina Peña, Notary Public
 Date Here Insert Name and Title of the Officer
 personally appeared Katherine Fox Franklin
 Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.



Signature Christina Peña
 Signature of Notary Public

Place Notary Seal Above

OPTIONAL

Though this section is optional, completing this information can deter alteration of the document or fraudulent reattachment of this form to an unintended document.

Description of Attached Document

Title or Type of Document: Article of Incorporation Document Date: _____
 Number of Pages: _____ Signer(s) Other Than Named Above: Nicholas Samuel Franklin

Capacity(ies) Claimed by Signer(s)

Signer's Name: Katherine Fox Franklin
☐ Corporate Officer — Title(s): _____
☐ Partner — ☐ Limited ☐ General
☐ Individual ☐ Attorney in Fact
☒ Trustee ☐ Guardian or Conservator
☐ Other: _____
 Signer Is Representing: _____

Signer's Name: _____
☐ Corporate Officer — Title(s): _____
☐ Partner — ☐ Limited ☐ General
☐ Individual ☐ Attorney in Fact
☐ Trustee ☐ Guardian or Conservator
☐ Other: _____
 Signer Is Representing: _____

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

CIVIL CODE § 1189

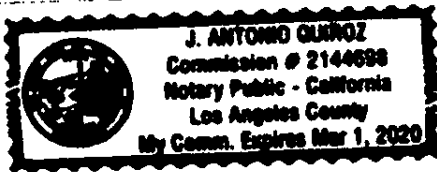
A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California)
 County of Los Angeles)
 On April 13, 2016 before me, J. Antonio Quiroz, Notary Public,
 Date Here Insert Name and Title of the Officer
 personally appeared Nicholas Samuel Franklin
 Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.



Signature [Signature]
 Signature of Notary Public

Place Notary Seal Above

OPTIONAL

Though this section is optional, completing this information can deter alteration of the document or fraudulent reattachment of this form to an unintended document.

Description of Attached Document

Title or Type of Document: Article of Incorporation Document Date: _____
 Number of Pages: 8 Signer(s) Other Than Named Above: Katherine Fox Franklin

Capacity(ies) Claimed by Signer(s)

Signer's Name: Nicholas S. Franklin
☐ Corporate Officer — Title(s): _____
☐ Partner — ☐ Limited ☐ General
☐ Individual ☐ Attorney in Fact
☒ Trustee ☐ Guardian or Conservator
☐ Other: _____
 Signer Is Representing: _____

Signer's Name: _____
☐ Corporate Officer — Title(s): _____
☐ Partner — ☐ Limited ☐ General
☐ Individual ☐ Attorney in Fact
☐ Trustee ☐ Guardian or Conservator
☐ Other: _____
 Signer Is Representing: _____

CONSENT OF REGISTERED AGENT

Having been named as registered agent for this corporation at the registered office designated in the foregoing Articles of Incorporation, the undersigned accepts the designation.

Dated this 26 day of April, 2016.



CHARLES E. GARRIS, Registered Agent

FILED
16 APR 27 PM 3:07