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FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT/NON PROFIT CORPORATION

The Art of Medicine Foundation, Inc.

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**Articles of Incorporation
of
THE ART OF MEDICINE FOUNDATION, INC.**

The undersigned, for the purpose of forming a nonprofit corporation under the Florida Not For Profit Corporation Act, Florida Statutes, Chapter 617, does hereby make and adopt the following Articles of Incorporation:

**Article I
Name**

The name of the Non Profit Corporation is THE ART OF MEDICINE FOUNDATION, Inc.

**Article II
Address**

The mailing and street address of the corporation is Ken LaRoe 22449 Lake Seneca Road, Eustis, FL 32736

**Article III
Initial Registered Office and Agent.**

The street address of the initial registered office of business is 22449 Lake Seneca Road, Eustis, FL 32736. The initial registered agent of the Corporation at that address is Ken LaRoe 22449 Lake Seneca Road, Eustis, FL 32736.

**Article IV
Not For Profit**

The corporation is a not for profit corporation under Chapter 617, Florida Statutes. The corporation is not formed for pecuniary profit. No part of the income or assets of the corporation is distributable to or for the benefit of its members, directors, or officers, except to the extent permissible under these articles, under law and under § 501(c)(3) of the Internal Revenue Code. If the corporation ever has members, no member shall have any vested right, interest or privilege in or to the assets, income or property of the corporation and no part of the income or assets of the corporation shall be distributable to or for the benefit of its members, except to the extent permissible under these Articles, under law and under §501(c)(3) of the Internal Revenue Code.

**Article V
Purposes**

The Corporation is organized, and shall be operated exclusively for charitable and educational purposes, including but not limited to informing, educating, supporting, and advocating on behalf of traumatic brain injury survivors, their families and caregivers.

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**Article VI
Powers**

Solely for the above purposes, the corporation shall have the following powers:

A. To exercise all rights and powers conferred by the laws of the State of Florida on nonprofit corporations, including but not limited to those set forth in Florida Statutes Chapter 617 and the following powers: to acquire by bequest, devise, gift, grant, donation, contribution, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of the property and the income, principal and proceeds of the property.

B. To engage in and transact any other lawful activity, solely in furtherance of the above purposes, for which nonprofit corporations may be incorporated under the Florida Not For Profit Corporation Act, and any successor or amendment to the Florida Not For Profit Corporation Act.

C. To do any other things as are incidental to the powers of the corporation or necessary or desirable in order to accomplish the purposes of the corporation.

**Article VII
Board of Directors**

The bylaws shall provide the method of election of all Directors and the number of Directors may be raised or lowered by amendment of the bylaws, but the number of Directors shall never be less than three.

**Article VIII
Initial Board of Directors**

The name and address of each Initial Director of the Corporation is as follows:

Name	Title	Address
Cindy LaRoe	Vice President/Secretary Director	22449 Lake Seneca Road Eustis, FL 32736
Ken LaRoe	President/Treasurer Director	22449 Lake Seneca Road Eustis, FL 32736
Susie LaRoe	Director	3113 McFarland Road Tampa, FL 33618

**Article IX
Commencement of Corporate Existence
And Duration**

The Corporation will begin its corporate existence as of the filing of these Articles of Incorporation. The duration of the Corporation is perpetual.

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**Article X
Tax Exempt Status**

It is intended that the corporation shall have and continue to have the status of a corporation that is exempt from federal income taxation under § 501(a) of the Internal Revenue Code as an organization described in § 501(c)(3) of the Internal Revenue Code and which is other than a private foundation as defined in § 509 of the Internal Revenue Code. These articles shall be construed accordingly, and all powers and activities of the corporation shall be limited accordingly. The corporation shall not carry on propaganda or otherwise attempt to influence legislation to such an extent as would result in the loss of exemption under § 501(c)(3) of the Internal Revenue Code. All references in these articles to sections of the Internal Revenue Code shall be considered references to the Internal Revenue Code of 1986, as from time to time amended, and to the corresponding provisions of any similar law subsequently enacted.

**Article XI
Dissolution**

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of § 501(c)(3) of the Internal Revenue Code, or 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 disposed of by the Court of Common Pleas (or court of similar jurisdiction) 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.

**Article XII
Officers**

The officers of the corporation may consist of a president, one or more vice presidents, a secretary, a treasurer, and any other officers and assistant officers as may be provided for in the bylaws or by resolution of the board of directors. Each officer shall be elected by majority vote of the board of directors (and may be removed by majority vote of the board of directors) at such a time and in such a manner as may be prescribed by the bylaws or by law.

**Article XIII
Incorporator**

The name and address of the Incorporator is as follows:

Name	Address
Ken LaRoe	22449 Lake Seneca Road Eustis, FL 32738

**Article XIV
Amendment**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Directors, and Officers are subject to this reservation.

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**Article XV
Indemnification**

The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted under Florida Law.

In Witness Whereof, the undersigned has signed these Articles of Incorporation on this 16 day of May, 2016.



Ken LaRoe
Chairman of Board of Directors

Acceptance By Registered Agent

The undersigned, Ken LaRoe hereby accepts the appointment as Registered Agent of The Art of Medicine Foundation, Inc. which is contained in the foregoing Articles of Incorporation.



Ken LaRoe
Registered Agent

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CLERK OF STATE
TALLAHASSEE, FLORIDA

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