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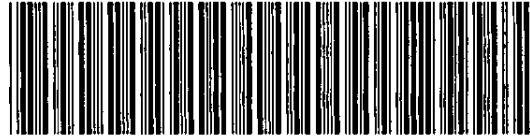
(Business Entity Name)

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16 MAR -9 PM 4:50  
16 MAR 2016  
16 MAR 2016

06-16-16

COVER LETTER

ORIGINAL

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

SUBJECT: Chris Waidele Memorial 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: Mirna Waidele  
Name (Printed or typed)

7100 W Camino Real, #200  
Address

Boca Raton, FL 33433  
City, State & Zip

561-391-6552  
Daytime Telephone number

mw@bocafamilypractice.com

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

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

**ORIGINAL**

**ARTICLES OF INCORPORATION  
OF  
CHRIS WAIDELE MEMORIAL FOUNDATION, INC.**

The undersigned, acting as Incorporator of a corporation, pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation for such corporation.

**ARTICLE I  
CORPORATE NAME AND INITIAL PRINCIPAL OFFICE**

The name of this corporation is CHRIS WAIDELE MEMORIAL FOUNDATION, INC. The principal address for this corporation is 7100 WEST CAMINO REAL #200, BOCA RATON, FLORIDA 33433. The initial principal office is 7100 WEST CAMINO REAL #200, BOCA RATON, FLORIDA 33433.

**ARTICLE II  
TERM OF EXISTENCE**

This Corporation shall have perpetual existence commencing upon the filing of these Articles.

**ARTICLE III  
PURPOSE**

The Corporation is organized as a not for profit corporation organized exclusively for CHARITABLE, religious, educational and scientific purposes, including such purposes as the making of distributions to organizations that qualify as exempt organizations under 501(c)(3) of the IRS code, or corresponding section in any future federal tax code. Specifically, the corporation is organized to provide support and guidance to disadvantaged, abused, neglected and homeless youth through outreach and various programs and events aimed at improving their everyday life, their educational opportunities, their health and wellness and other charitable purposes.

**ARTICLE IV  
ACTIVITIES**

No part of the 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 distribution in furtherance of the purposes set forth in Article III 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 participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

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 IRS Code, or corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under 170(c)(2) of the IRS Code, or corresponding section of any future federal tax code.

#### **ARTICLE V** **DISSOLUTION**

Upon dissolution of the corporation, its assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) IRS 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 shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation operates, 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 VI** **INCOME**

The corporation shall distribute its net income for each tax year at such time and in such manner as not to become subject to tax on undistributed income proposed by Section 4942 of the IRS Code, or corresponding section of any future federal tax code.

#### **ARTICLE VII** **SELF-DEALING**

The corporation will not engage in any act of self-dealing as defined by Section 4941 of the IRS Code, or corresponding section of any future federal tax code.

#### **ARTICLE VIII** **EXCESS BUSINESS HOLDINGS**

The corporation shall not retain any excess business holdings as defined by Section 4943(c) of the IRS Code, or corresponding section of any future federal tax code.

#### **ARTICLE IX** **INVESTMENTS**

The corporation shall not make any investments in such manner as to become subject to the tax on undistributed income proposed by Section 4944 of the IRS Code, or corresponding section of any future federal tax code.

**ARTICLE X**  
**EXPENDITURES**

The corporation shall not make any taxable expenditures as defined by Section 4945 of the IRS Code, or corresponding section of any future federal tax code.

**ARTICLE XI**  
**QUALIFICATION OF MEMBERS**

The qualifications for members and manner of their admission shall be regulated by the Bylaws of the corporation.

**ARTICLE XII**  
**REGISTERED AGENT AND INITIAL REGISTERED AGENT**

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

MIRNA WAIDELE  
7100 West Camino Real  
#200  
Boca Raton, FL 33433

The Board of Directors may from time to time move the Registered Office to any other address in the State of Florida.

**ARTICLE XIII**  
**BOARD OF DIRECTORS**

There shall be four members of the Board of Directors of the corporation, however, such number may be changed as provided in the Bylaws or by law. The names and addresses of the initial Board of Directors and their corresponding positions on the board of the Corporation are:

MIRNA WAIDELE- President  
7100 West Camino Real  
#200  
Boca Raton, FL 33433

JONATHAN WAIDELE-Vice President  
7100 West Camino Real  
#200  
Boca Raton, FL 33433

MAYELI LEMA – Board Member  
7100 West Camino Real  
#200  
Boca Raton, FL 33433

LISA WILSON – Board Member  
7100 West Camino Real  
#200  
Boca Raton, FL 33433

The persons named as the initial Board of Directors shall hold this office for the first year or until otherwise replaced by a successor, or by direction of the Bylaws.

**ARTICLE XIV**  
**INCORPORATOR**

MIRNA WAIDELE  
7100 West Camino Real  
#200  
Boca Raton, FL 33433

**ARTICLE XV**  
**AMENDMENT OF ARTICLES**

The Articles of Incorporation may be amended in the manner provided by law.

**ARTICLE XVI**  
**INDEMNIFICATION**

The Corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

**ARTICLE XI**  
**BYLAWS**

The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Directors as provided by law.

IN WITNESS WHEREOF, the undersigned, as Incorporator has executed the foregoing Articles of Incorporation on the 19 day of May, 2016.

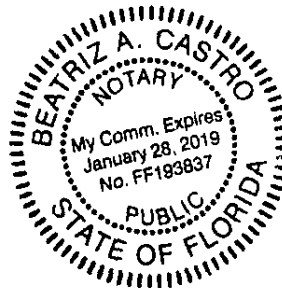
  
MIRNA WAIDELE  
Incorporator

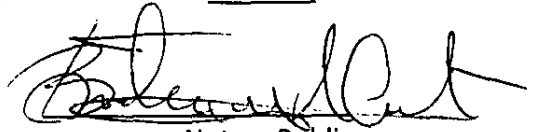
**ARTICLES OF INCORPORATION  
OF  
CHRIS WAIDELE MEMORIAL FOUNDATION, INC.**

STATE OF FLORIDA  
COUNTY OF PALM BEACH

BEFORE ME, a Notary Public, personally appeared MIRNA WAIDELE to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that she subscribed to these Articles of Incorporation. She produced A DRIVER LICENSE as proof of identification and an oath was not taken.

WITNESS my hand and official seal in the County and State last aforesaid this 19  
day of MAY, 2016.



  
Notary Public

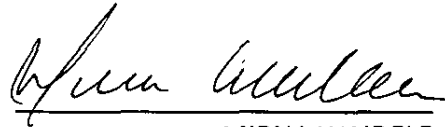
**DESIGNATION AND ACCEPTANCE BY REGISTERED AGENT**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That CHRIS WAIDELE MEMORIAL FOUNDATION, INC., desiring to organize under the laws of the State of Florida, with its principle office at 7100 WEST CAMINO REAL, #200, BOCA RATON, FLORIDA 33433 has named MIRNA WAIDELE, located at 7100 WEST CAMINO REAL, #200, BOCA RATON, FLORIDA 33433, County of Palm Beach, State of Florida, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above-named Corporation, at the place designated in Article XII of these Articles of Incorporation, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

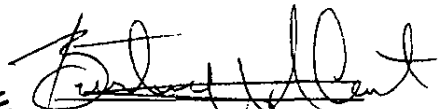
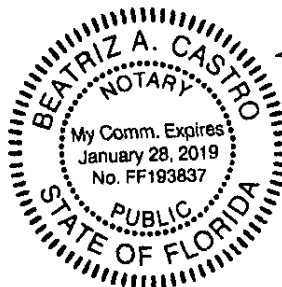


MIRNA WAIDELE  
Registered Agent

STATE OF FLORIDA  
COUNTY OF PALM BEACH

BEFORE ME, a Notary Public, personally appeared MIRNA WAIDELE to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that she subscribed to these Articles of Incorporation. She produced FL DRIVER LICENSE as proof of identification and an oath was not taken.

WITNESS my hand and official seal in the County and State last aforesaid this 19  
day of MAY, 2016.

  
Notary Public