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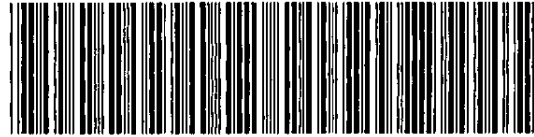
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16 JUL -5 PM 4: 51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

J 7/5/14

## COVER LETTER

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

**SUBJECT:** The Lucia H. Bailey & Stephen M. Bailey 2016 Family 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)

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SECRETARY OF STATE  
TALLAHASSEE, FL 32314

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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

June 17, 2016

CHARLES E. GARRIS, ESQUIRE  
819 BEACHLAND BOULEVARD  
VERO BEACH, FL 32963

SUBJECT: THE LUCIA H. BAILEY & STEPHEN M. BAILEY 2016 FAMILY  
FOUNDATION, INC.  
Ref. Number: W16000043216

We have received your document for THE LUCIA H. BAILEY & STEPHEN M. BAILEY 2016 FAMILY FOUNDATION, INC. and your check(s) totaling \$78.78. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Claretha Golden  
Regulatory Specialist II  
New Filing Section

Letter Number: 216A00012557

RECEIVED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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16 JUL -5 PM 4:51

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**THE LUCIA H. BAILEY & STEPHEN M. BAILEY 2016 FAMILY FOUNDATION, INC.**

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

The name of this corporation is THE LUCIA H. BAILEY & STEPHEN M. BAILEY 2016 FAMILY FOUNDATION, INC.

The principal office and mailing address of this corporation is 1285 Little Harbour Lane, Vero Beach, Florida 32963.

The Incorporators' addresses of this corporation are:

1. Stephen M. Bailey  
1285 Little Harbour Lane  
Vero Beach, FL 32963
2. Lucia H. Bailey  
1285 Little Harbour Lane  
Vero Beach, FL 32963

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16 JUL -5 PM 4:51  
CLERK OF DISTRICT COURT  
VERO BEACH, FLORIDA

**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 all elections of Directors shall be held in accordance with the Bylaws. *AHB* *S.M.B.*

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: Stephen M. Bailey, Lucia H. Bailey, and J. Vincent Boyle.

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. Garris.

**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.

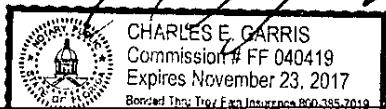
IN WITNESS WHEREOF, the undersigned incorporators of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, has executed these Articles of Incorporation, this 8 day of June, 2016.

INCORPORATORS:

Stephen M. Bailey  
STEPHEN M. BAILEY

STATE OF FLORIDA  
COUNTY OF INDIAN RIVER

Acknowledged before by STEPHEN M. BAILEY, this 8 day of June, 2016.



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

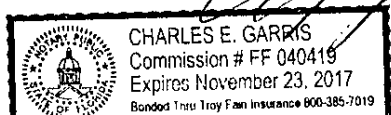
Personally known    or produced identification   

Type of identification produced   

Lucia H. Bailey  
LUCIA H. BAILEY

STATE OF FLORIDA  
COUNTY OF INDIAN RIVER

Acknowledged before by LUCIA H. BAILEY, this 8 day of June, 2016.



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

Personally known    or produced identification   

Type of identification produced



**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 8 day of June, 2016.

  
\_\_\_\_\_  
CHARLES E. GARRIS, Registered Agent

FILED  
16 JUL -5 PM 4:51  
CLERK OF SUPERIOR COURT  
ALBANY, NEW YORK