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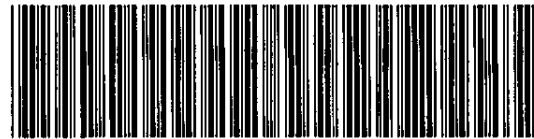
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**KUTAK ROCK LLP**

303 PEACHTREE STREET NE  
SUITE 2750

ATLANTA, GA 30308

404-222-4600

[www.kutakrock.com](http://www.kutakrock.com)

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NICOLE M. WILSON  
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(404) 222-4623

November 3, 2016

**VIA FEDERAL EXPRESS**

Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301


Re: *SWFLCF Support Organization, Inc.*  
Filling of Articles of Incorporation (Non Profit)

Dear Sir or Madam:

Enclosed find one (1) original and two (2) copies of the executed Articles of Incorporation for processing. Also enclosed is the completed cover letter together with a check for \$87.50 payable to Department of State covering applicable fees.

If possible, in addition to mailing copies, please email certified copies to [drew.marlar@kutakrock.com](mailto:drew.marlar@kutakrock.com). Should you have any questions, please do not hesitate to contact me via email or phone.

Sincerely,

  
Nicole M. Wilson  
Paralegal

nmw

## COVER LETTER

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

**SUBJECT:** SWFLCF SUPPORT ORGANIZATION, 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:** DREW MARLAR, ESQ. - C/O KUTAK ROCK LLP  
Name (Printed or typed)

303 PEACHTREE STREET NE - SUITE 2750  
Address

ATLANTA, GA 30308  
City, State & Zip

404 222-4662  
Daytime Telephone number

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  
OF  
SWFLCF SUPPORT ORGANIZATION, INC.**

The undersigned, Sarah Owen, Registered Agent and Drew Marlar, Esq., Incorporator, desiring to form SWFLCF Support Organization, Inc., a corporation pursuant to the provisions of Chapter 617, Florida Statutes (the "Corporation") hereby certify as follows:

**ARTICLE I:** The name of the Corporation is SWFLCF Support Organization, Inc. The Corporation is a not-for-profit corporation as defined in Chapter 617, Florida Statutes.

**ARTICLE II:** The principal place of business and mailing address of the Corporation is 8771 College Parkway, Building 2, Suite 201, Fort Myers, Florida 33919.

**ARTICLE III:** The Corporation is organized exclusively for charitable, religious, educational and/or scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code of 1986, as it may be amended (the "Code"), or corresponding section of any future federal tax code. Specifically, the Corporation is organized as a section 509(a)(3) supporting organization that is operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes and/or activities of Southwest Florida Community Foundation, Inc., a Florida not-for-profit corporation ("SWFLCF"), so long as those purposes and/or activities are within the meaning of sections 501(c)(3) and 170(c)(2).

In furtherance of the foregoing purposes, the Corporation shall have all the general powers enumerated in Chapter 617, Florida Statutes and such other powers as are now or hereafter permitted by law for a corporation organized for the foregoing purposes including, without limitation, the following:

- (i) to acquire by purchase, lease, gift or bequest, devise or otherwise real or personal property or interests therein and to construct, acquire, rehabilitate, improve and maintain on its behalf and for use by others real estate in the community in which its operations are principally located;
- (ii) to assist financially in such construction, acquisition, rehabilitation and improvement;
- (iii) to disseminate information and furnish advice and technical assistance and liaison with federal, state and local authorities;
- (iv) to borrow money and to issue negotiable instruments and other obligations;
- (v) to sell, lease, mortgage or otherwise dispose of or encumber any assets or any of its real or personal property or any interest therein upon such terms as it may determine;

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DIVISION OF CORPORATE REGISTRATION  
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(vi) to enter into covenants and agreements and to comply with all terms, conditions and provisions thereof, and otherwise to carry out its corporate purposes and to foster and encourage the location or expansion of facilities and related activities in the area in which the Corporation's business is conducted;

(vii) to do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof; and

(viii) to act consistent with carrying out its corporate purposes and its status as a Code Section 501(c)(3) charitable entity.

Notwithstanding any other provision of these articles, the Corporation is organized exclusively for charitable purposes, and intends at all times to qualify and remain qualified as exempt from federal income tax under Section 501(c)(3) of the Code and, in connection therewith:

(i) the Corporation is not formed for and shall not be conducted nor operated for pecuniary profit or financial gain, and no part of its assets, income or profit shall be distributed to or inure to the benefit of any private individual or individuals, provided that nothing herein shall prevent the Corporation from paying reasonable compensation to any person for services rendered to or for the Corporation in furtherance of one or more of its purposes;

(ii) no substantial part of the activities of the Corporation shall be devoted to the carrying on of propaganda or otherwise attempting to influence legislation, except to the extent permitted by the Code whether pursuant to an election under Section 501(h) of the Code or otherwise, and no part of the activities of the Corporation shall be devoted to participating or intervening in (including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office;

(iii) the Corporation shall not engage in or include among its purposes any activities not permitted to be carried on by a corporation exempt from federal income taxation under Section 501(c)(3) of the Code or corresponding provisions of subsequent tax laws; and

(iv) Upon the dissolution or winding up of the Corporation, or in the event it shall cease to engage in carrying out the purposes set forth in these Articles, all of the business, properties, assets and income of the Corporation remaining after payment, or provision for payment, of all debts and liabilities of this Corporation, shall be distributed to SWFLCF, which is also tax exempt under Section 501(c)(3) of the Code. Provided, however, if SWFLCF is no longer qualified as a tax exempt entity, then all assets shall be distributed to another tax exempt entity under Section 501(c)(3) of the Code or any other entity which is an entity qualified under Section 501(c)(3) may make distributions. Any such assets not disposed of shall be disposed of by a court of competent jurisdiction in 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 IV:** The Directors of the Corporation shall be elected or appointed as provided in the Bylaws of the Corporation.

**ARTICLE V:** The initial Registered Agent of the Corporation is:

Sarah Owen  
8771 College Parkway  
Building 2  
Suite 201  
Fort Myers, Florida 33919

**ARTICLE VI:** The Incorporator is Drew Marlar, Esq., c/o Kutak Rock LLP, Suite 2750, 303 Peachtree Street NE, Atlanta, GA 30308-3201.

**ARTICLE VII:** The effective date of the Corporation shall be the date of filing of these Articles of Incorporation with the Florida Department of State.

[Remainder of page intentionally left blank]

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

  
\_\_\_\_\_  
Sarah Owen - Registered Agent

November 1, 2016  
Date

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in Section 817.155, Florida Statutes.

  
\_\_\_\_\_  
Drew Marlar, Esq. - Incorporator

November 3, 2016  
Date

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