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COVER LETTER

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

SUBJECT: The DeGeorge 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: Genevieve Schroeder
Name (Printed or typed)

3535 Military Trail, Suite 103
Address

Jupiter, FL 33458
City, State & Zip

561-427-6646
Daytime Telephone number

gschroeder@degmyt.com
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
THE DEGEORGE FOUNDATION, INC.
A Florida Not For Profit Corporation**

I, the undersigned incorporator, for the purpose of incorporating and organizing a corporation under the Florida Not For Profit Corporation Act (the "Act"), do hereby execute the following Articles of Incorporation, and certify as follows:

ARTICLE I NAME

The name of the corporation shall be: The DeGeorge Foundation, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of the Corporation shall be:

3535 Military Trail, Suite 103
Jupiter, FL 33458

ARTICLE III DURATION

The Corporation shall have a perpetual existence, unless dissolved sooner according to law.

ARTICLE IV PURPOSES

1. The Corporation is not-for-profit and is organized and shall be operated exclusively for religious, charitable, scientific, literary, or educational purposes as described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended or the corresponding provision of any future United States Internal Revenue Law (the "Code").

2. As a means and incidental to accomplishing the purposes for which the Corporation is being organized, it shall have the following powers:

a. To accept, acquire, receive, and hold by bequest, devise, grant, gift, purchase, exchange, lease, transfer, or otherwise, for any of its objects and purposes, any property, both real and personal, of whatever nature or description and wherever situated;

b. To sell, exchange, convey, mortgage, lease, transfer or otherwise dispose of any such property, both real and personal, as the objects and purposes of the Corporation may require, subject to such limitations as may be prescribed by law;

c. To borrow money and, from time to time, to make, accept, endorse, execute and issue bonds, debentures, promissory notes, bills of exchange and other obligations of the Corporation for monies borrowed or in payment for property acquired or for any of the other

purposes of the Corporation, and to secure the payment of any such obligations by mortgages, pledge, deed, indenture, agreement or other instrument of trust, or by other lien upon, assignment of, or agreement in regard to all or any part of the property, rights or privileges of the Corporation, wherever situated;

d. To invest or reinvest its funds in such stocks, bonds, debentures, mortgages or other investments or securities and property as its Board of Directors shall deem advisable, subject to the limitations and conditions contained in any bequest, devise, grant or gift;

e. To maintain a margin account and conduct business in the margin account in the same fashion in which an individual may conduct business, including, but not limited to, buying on margin, selling short, buying and selling options, maintaining a special subscription account and dealing in commodities;

f. To serve as trustee of any property, real or personal, wheresoever situated either within or without the State of Florida; and

g. In general, to exercise such other powers which now are or which hereafter may be conferred by law upon a corporation organized for the purposes hereinabove set forth or necessary or incidental to the powers so conferred or conducive to the attainment of the purposes of the Corporation, subject to such limitations as are or may be prescribed by law.

3. No part of the earnings of the Corporation shall inure to the benefit of any director or officer of the Corporation, or to any other person (except that the Corporation may pay reasonable compensation for services rendered to or on behalf of the Corporation and make other payments and distributions in furtherance of one or more of its purposes), and no director or officer of the Corporation, or any other person shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. The Corporation shall pay no dividends.

4. The Corporation shall not participate, directly or indirectly, 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. The Corporation shall not have the objectives nor engage in activities that would characterize it as an "action organization" as defined in Treasury Regulations.

5. Notwithstanding any other provision of these articles, the Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Code.

6. Upon the dissolution of the Corporation, the Board of Directors will, after paying or making provision for the payment of all the liabilities of the Corporation, dispose of all 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 scientific, educational or charitable purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, as the Board of Directors of the Foundation shall determine.

ARTICLE V ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed shall be as provided in the Bylaws.

ARTICLE VI INITIAL DIRECTORS

The names and addresses of the initial directors are as set forth below:

***Peter R. DeGeorge
3535 Military Trail, Suite 103
Jupiter, FL 33458***

***Peter M. DeGeorge
3535 Military Trail, Suite 103
Jupiter, FL 33458***

***William A. Stetson
3535 Military Trail, Suite 103
Jupiter, FL 33458***

ARTICLE VII EXEMPT STATUS; PROHIBITED TRANSACTIONS

Reference in this Article to a section of the Code shall also include any corresponding provisions of succeeding law and the Treasury Regulations thereunder.

1. The Corporation shall not exercise in any manner or for any purpose any power or authority granted herein which may jeopardize the status of the Corporation as an exempt organization under Code section 501(c)(3).

2. The Corporation, during the period it is a "private foundation" as defined in Code section 509(a), shall not:

a. Engage in any act of "self-dealing", as defined in Code section 4941(d), which would give rise to any liability for the tax imposed by Code section 4941;

b. Retain any "excess business holdings", as defined in Code section 4943(c), which would give rise to any liability for the tax imposed by Code section 4943;

c. Make any investment which would jeopardize the carrying out of any of its exempt purposes, within the meaning of Code section 4944, so as to give rise to any liability for the tax imposed by Code section 4944; and

d. Make any "taxable expenditures", as defined in Code section 4945(d), which would give rise to any liability for the tax imposed by Code section 4945.

3. The Corporation, during the period it is a "private foundation" as defined in Code section 509(a), shall distribute, for the purposes specified in these Articles of Incorporation, for each taxable year, amounts at least sufficient to avoid liability for the tax imposed by Code section 4942.

ARTICLE VIII MEMBERSHIP

The Corporation shall have no members.

ARTICLE IX INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent are:


William A. Stetson
3535 Military Trail, Suite 103
Jupiter, FL 33458

ARTICLE X INCORPORATOR

The name and address of the Incorporator are:


William A. Stetson
3535 Military Trail, Suite 103
Jupiter, FL 33458

Having been named as registered agent to accept service of process for the above-stated corporation at the place designated in this certificate, the undersigned is familiar with and accepts the appointment as registered agent and agrees to act in this capacity.



William A. Stetson

Date: 6/30/17



William A. Stetson, Incorporator

Date: 6/30/17

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JUL 3 2017