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# McAfee & Taft

A PROFESSIONAL CORPORATION

10TH FLOOR • TWO LEADERSHIP SQUARE  
211 NORTH ROBINSON • OKLAHOMA CITY, OK 73102-7103  
(405) 235-9621 • FAX (405) 235-0439  
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(405) 552-2362  
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jane.henson@mcafeetaft.com

July 31 2017

## **FEDERAL EXPRESS**

Registration Section, New Filings  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

Re: Formation of The Holliday Family  
Foundation, Inc., a non-profit  
corporation

Ladies and Gentlemen:

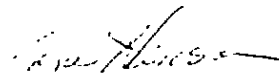
Enclosed for filing are two copies of:

1. Articles of Incorporation for The Holliday Family Foundation, Inc.; and
2. Our check (#148132) for \$87.50 to cover filing fee, certified copy fee and a certificate of status.

Please return filing evidence and copies in the enclosed prepaid, self-addressed Federal Express envelope.

Thank you for your assistance.

Sincerely,



Jane E. Henson-Martin  
Legal Assistant

Enclosures

## COVER LETTER

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

**SUBJECT:** THE HOLLIDAY 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:** McAfee & Taft A Professional Corporation c/o Jane Henson  
Name (Printed or typed)

211 N. Robinson, 10th Fl., Two Leadership Square  
Address

Oklahoma City, Oklahoma 73102  
City, State & Zip

(405) 552-2362

Daytime Telephone number

Don.Christensen@ronblue.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 HOLLIDAY FAMILY FOUNDATION, INC.

17 AUG -1 AM 10:26  
STATE  
OFFICE  
FLORIDA

1. The name of the corporation is:

The Holliday Family Foundation, Inc.

2. The street address of the corporation's principal place of business is 60 E. Rio Salado Parkway, Suite 1012, Tempe, Arizona 85281.

3. The corporation is formed exclusively for charitable, educational and religious purposes, subject to the limitations applicable to nonprofit corporations in the Florida Statutes. Subject to the foregoing, the corporation shall have and may exercise all of the powers of nonprofit corporations under Florida law.

4. The business of the corporation shall be managed by a Board of Directors, which shall consist of not less than two (2) or more than seven (7) directors, as provided in the Bylaws. The actual number of directors and the qualifications for electing, appointing or designating directors shall be as stated in the Bylaws.

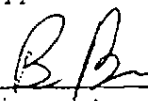
5. The names and mailing addresses of the individuals who are to serve as the initial directors and until their successors are elected and qualify are as follows:

<u>Name</u>	<u>Mailing Address</u>
Matt Holliday	5341 Pennock Point Road Jupiter, FL 33458
Leslee Holliday	5341 Pennock Point Road Jupiter, FL 33458
Ryan Baker	18882 Point Dr. Jupiter, FL 33469
Ashley Baker	18882 Point Dr. Jupiter, FL 33469

The number of directors to be elected at the first meeting of the directors shall be four (4).

6. The address, including the street, number, city and county, of the corporation's registered office in this state is 1200 South Pine Island Road, Plantation, Florida 33324. The name of the corporation's registered agent at this address is C T Corporation System.

*Having been named as registered agent and 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.*

  
\_\_\_\_\_  
Registered Agent's Signature

7/31/2017  
\_\_\_\_\_  
Date

**Bernadette Baker**  
**Assistant Secretary**

7. The names and mailing addresses of the incorporator is:

Emily W. Bunting                      10<sup>th</sup> Floor, Two Leadership Square  
211 North Robinson  
Oklahoma City, OK 73102

8. In fulfilling its objectives and purposes, the corporation shall be subject to the following limitations:

(a) The corporation shall not carry on any activity that is not permitted to be carried on by a corporation described in Section 501(c)(3) of the Internal Revenue Code of 1986 (the "Code"), which is exempt from federal income taxation (all references herein to the Code shall include references to any corresponding provisions of any subsequent tax law).

(b) At no time, either on or before dissolution, shall any part of the funds or assets of the corporation inure to the benefit of any private individual, nor be used for the purpose of carrying on propaganda or otherwise attempting to influence legislation, except as permitted in these Articles and the Code. The corporation shall not participate in or intervene in any political campaign on behalf of any candidate for public office.

(c) If the corporation is found to be a private foundation, defined in Section 509 of the Code, the corporation shall conduct its business and distribute its income as necessary for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code.

(d) If the corporation is found to be a private foundation, defined in Section 509 of the Code, the corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Code, shall not retain any excess business holdings, as defined in Section 4943(c) of the Code, shall not make any investments in such a manner as to subject the corporation to tax under Section 4944 of the Code, and shall not make any taxable expenditures, as defined in Section 4945(d) of the Code.

(e) No member (other than a qualified nonprofit organization described in Section 501(c)(3) of the Code), director, trustee or officer of the corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.

9. The corporation shall not afford pecuniary gain, incidentally or otherwise, to its members.

10. This corporation is formed as a nonprofit corporation and shall not issue capital stock. The rights, privileges, prerogatives and conditions of membership, if any, shall be stated in the corporation's Bylaws.

11. Upon dissolution, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the corporation, dispose of all of the assets by transferring and conveying the assets to one or more charitable organizations exempt from federal income taxation under section 501(c)(3) of the Code, in the following order of priority: (a) to a successor organization to this corporation, if any; (b) to one or more organizations with

charitable purposes similar to the purposes of this corporation, as determined by majority vote of the Board of Directors; or (c) to one or more charitable organizations as determined by majority vote of the Board of Directors.

12. The Board of Directors shall have the authority to adopt, amend or repeal the Bylaws of the corporation.

13. To the fullest extent now or later permitted by Florida law, directors shall not be liable to the corporation or its members for monetary damages for breach of fiduciary duty as a director.

14. These Articles may be amended by an affirmative vote of two-thirds of all of the members of the board of directors. In no event shall the purposes of the corporation be changed from charitable purposes, nor shall any change be made to permit the earnings of the corporation to inure to the benefit of any individual, organization or group in a manner prohibited by the Code.

15. The email address for the corporation is in care of Don.Christensen@ronblue.com.

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

July 31, 2017

Emily W. Bunting  
Emily W. Bunting

17 AUG - 1 AM 10: 24  
STATE  
DEPT OF STATE  
FLORIDA