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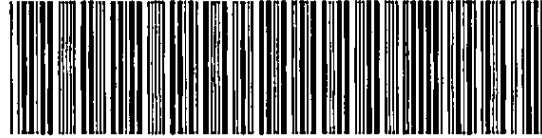
(Business Entity Name)

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T. SCOTT

## COVER LETTER

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

**SUBJECT:** Business Development Board Foundation of Palm Beach County, 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: Kelly Smallridge  
\_\_\_\_\_  
Name (Printed or typed)

310 Evernia Street  
\_\_\_\_\_  
Address

West Palm Beach, FL 33401  
\_\_\_\_\_  
City, State & Zip

561-835-1008  
\_\_\_\_\_  
Daytime Telephone number

ksmallridge@bdb.org

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  
BUSINESS DEVELOPMENT BOARD FOUNDATION  
OF PALM BEACH COUNTY, INC.**

The undersigned incorporator, desiring to form a corporation under the Florida Not for Profit Corporation Act (the "Act"), hereby executes the following Articles of Incorporation and certifies as follows:

**ARTICLE I**  
Name of Corporation

The name of the corporation shall be "BUSINESS DEVELOPMENT BOARD FOUNDATION OF PALM BEACH COUNTY, INC." (the "Corporation").

**ARTICLE II**  
Principal Office

The principal place of business and mailing address of the Corporation is to be located at: 310 Evernia Street, West Palm Beach, Florida 33401.

**ARTICLE III**  
Purpose

The Corporation is organized and shall be operated exclusively for charitable, literary, educational, and scientific purposes, including, for such 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").

**ARTICLE IV**  
Manner of Election of Board of Directors

The Board of Directors shall be elected as provided for in the Bylaws of the Corporation.

**ARTICLE V**  
Membership

The Corporation shall have members as provided in the Bylaws.

**ARTICLE VI**  
Prohibited Activities

1. 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 III hereof.

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SUPREME COURT  
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2. 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. The Corporation shall not have the objectives nor engage in activities that would characterize it as an "action organization" as defined in Treasury Regulations.

3. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(3) of the Code.

#### ARTICLE VII Private Foundation Provisions

In the event that the Corporation shall be a "private foundation" within the meaning of Section 509 of the Code:

1. The Corporation will distribute its income, and to the extent income is insufficient, principal for each tax year at a time and in a manner as not to subject it to the tax on undistributed income imposed by Section 4942 of the Code (unless the corporation is a "private operating foundation", in which case, Section 4942 of the Code is inapplicable).

2. The Corporation shall be prohibited from engaging in any act of self-dealing as defined in Section 4941(d) of the Code.

3. The Corporation shall be prohibited from retaining any excess business holdings as defined in section 4943(c) of the Code.

4. The Corporation shall be prohibited from making any investments in a manner as to subject it to tax under Section 4944 of the Code.

5. The Corporation shall be prohibited from making any taxable expenditures as defined in section 4945 of the Code.

#### ARTICLE VIII Dissolution of Assets

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, literary, 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 Corporation shall determine.

ARTICLE IX  
Registered Agent

The name and Florida street address of the initial Registered Agent for the Corporation are:  
Kelly Smallridge, 310 Evernia Street, West Palm Beach, Florida 33401.

ARTICLE X  
Incorporator

The name and address of the Incorporator are:

Kelly Smallridge  
310 Evernia Street  
West Palm Beach, Florida 33401

In witness whereof, these Articles of Incorporation are executed as of the 30th  
day of October, 2017.

  
\_\_\_\_\_  
Kelly Smallridge, Incorporator

**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

Having been named as registered agent to accept service of process for the above stated Corporation at the place designated in these Articles of Incorporation, I accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accepts the obligations of my position as registered agent.

  
\_\_\_\_\_  
Kelly Smallridge

Date 10/30/2017