

Division of Corporations

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H17000322740 3)))



H170003227403ABC

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : SHUMAKER, LOOP & KENDRICK LLP
Account Number : 075500004387
Phone : (813) 229-7600
Fax Number : (813) 229-1660

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: gyadley@slk-law.com

FLORIDA PROFIT/NON PROFIT CORPORATION

Mission Lisa Foundation, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

DEC 12 2017

Electronic Filing Menu

Corporate Filing Menu

Help

H17000322740 3

ARTICLE OF INCORPORATION
OF
MISSION LISA FOUNDATION, INC.

Pursuant to Chapter 617, Florida Statutes, the Florida Not-For-Profit Corporation Act, the undersigned being of full age, for the purpose of forming a not-for-profit corporation without capital stock, does hereby accept all of the rights, privileges, benefits and obligations conferred and imposed by said law and does hereby make, subscribe, acknowledge and file these Articles of Incorporation.

ARTICLE I
NAME

The name of the Corporation shall be the Mission Lisa Foundation, Inc.

ARTICLE II
PRINCIPAL OFFICE

The street and mailing addresses of the initial principal office of the Foundation shall be located in the County of Hillsborough at 501 East Kennedy Boulevard, Suite 801, Tampa, Florida 33602.

ARTICLE III
TERM OF EXISTENCE

The duration of the Foundation shall be perpetual until dissolved according to law.

ARTICLE IV
CORPORATE PURPOSES

The Foundation is organized and shall be operated exclusively for charitable, educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future United States Internal Revenue Law), including the making of distributions for such purposes. The Foundation is authorized to exercise such powers as are in furtherance of its exempt status and for purposes for which a corporation may be formed under the Florida Not-For-Profit Corporation Act.

These purposes include the following:

- (a) to advance education and science by supporting programs that collect and share data and other information to prevent, treat and assist individuals impacted by non-medical opioid use.
- (b) to promote health through Foundation activities, programs and financial support that are directed to resolving the opioid crisis.
- (c) to promote and support research in the public interest relating to non-medical opioid use.

17 DEC 11 AM 9:16

H17000322740 3

- (d) to receive and administer funds for the benefit of the Foundation, or its successor, and to that end to take and hold, by bequest, devise, gift, purchase or lease, either absolutely or in trust, any property, real, personal or mixed, without limitation as to amount or value, except such limitations, if any, as may be imposed by law.
- (e) to sell, lease, borrow, encumber, convey and dispose of any such property and to invest and reinvest principal and income thereof and to deal with and expend principal and income therefrom for the purposes set forth in this **ARTICLE IV** without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received or such limitations, if any, as may be imposed by law.
- (f) to own, use, buy, sell, mortgage or encumber real and personal property as will tend to promote the objects of the Foundation and all things necessary or incident to the purposes of the Foundation.
- (g) to do such other lawful acts or activities to accomplish the Foundation's charitable, educational and scientific purposes as contemplated by Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future United States Internal Revenue Law) and the nonprofit corporation laws of the State of Florida.

ARTICLE V **REGISTERED AGENT**

The registered agent of the Foundation is Gregory C. Yadley. The street address of the registered office of the Foundation is 101 East Kennedy Boulevard, Suite 2800, Tampa, Florida 33602.

ARTICLE VI **INCORPORATORS**

The name and address of the Incorporator is:

Gregory C. Yadley
101 East Kennedy Boulevard, Suite 2800
Tampa, Florida 33602

ARTICLE VII **BOARD OF DIRECTORS**

The method of election and removal of Directors shall be as set forth in the Bylaws of the Foundation. The Foundation initially shall have three (3) Directors. The number of Directors may be either increased or decreased from time to time in accordance with the Bylaws of the Foundation, provided that the number of Directors is never less than three (3). The initial Directors of the Foundation shall be Allen Brinkman, Katherine Sogolow and Douglas Licker. The address of the initial Directors of the Foundation is 501 East Kennedy Blvd., Suite 801, Tampa, FL 33602.

ARTICLE VIII **VOTING**

The method of voting on Foundation matters shall be set forth in the Bylaws.

H17000322740 3

ARTICLE IX **INDEMNIFICATION**

The Foundation may indemnify the Incorporator, any Officer, Director or committee member, or any former Officer or Director, to the fullest extent permitted by law.

ARTICLE X **DISSOLUTION**

Upon any dissolution of the Foundation, the Directors of the Foundation shall, after paying or making provision for the payment of all liabilities of the Foundation, dispose of all of the assets of the Foundation exclusively for the purposes of the Foundation in such manner or to such organization or organizations organized and operated exclusively for purposes as shall at the time qualify the organization as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future United States Internal Revenue Law).

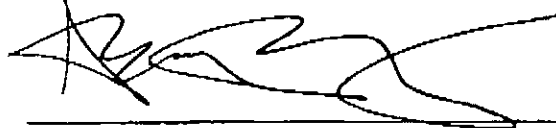
ARTICLE XI **AMENDMENT**

The Articles of Incorporation may be adopted, altered, amended or repealed only by a majority vote of the Directors present at a regular or special meeting of the Board at which a quorum is present, or by all Directors signing a written statement manifesting their intention that these Articles be adopted, altered, amended or repealed, provided, however, in the event of any meeting, notice thereof, which shall include the text of the proposed change to these Articles, shall be furnished in writing to each Director, at least five (5) days prior to the meeting at which such alteration shall be voted upon.

ARTICLE XII **LIMITATION ON ACTIVITIES**

No part of the net earnings of the Foundation shall inure to the benefit of, or be distributable to its Directors, Officers, or other private persons, except that the Foundation 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. No substantial part of the activities of the Foundation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Foundation shall not participate in, or intervene in (including the publishing distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles, the Foundation 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, as amended, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any future United States Internal Revenue Law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 11th day of December, 2017.



Gregory C. Yadley

H17000322740 3

CERTIFICATE DESIGNATING REGISTERED AGENT

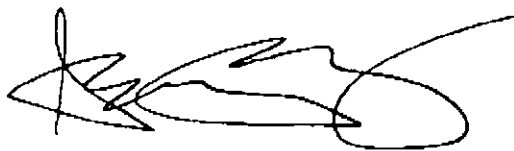
In compliance with § 617.0501, Florida Statutes, the following is submitted:

That Mission Lisa Foundation, Inc., desiring to organize under the laws of the State of Florida, has named Gregory C. Yadley at Shumaker, Loop & Kendrick, LLP., 101 East Kennedy Boulevard, Suite 2800, Tampa, Florida 33602, as its agent to accept service of process within the State of Florida. 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 § 817.155, F.S.

ACCEPTANCE:

Having been named 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 under § 617.0501, Florida Statutes.

DATED this 11th day of December, 2017.



Gregory C. Yadley