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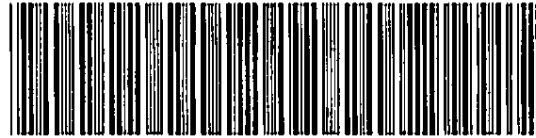
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17 DEC 14 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

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

SUBJECT: Mary & Patrick McClain Foundation Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are 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 of
Status

ADDITIONAL COPY REQUIRED

FROM: Patrick McClain
Name (Printed or typed)

1493 2nd Ave. S.
Address

Naples, Florida 34102
City, State & Zip

215-982-0114
Daytime Telephone number

HermanPat@msn.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
MARY & PATRICK MCCLAIN FOUNDATION INC.

ARTICLE I
Name

The name of the Corporation shall be:

Mary & Patrick McClain Foundation Inc.

ARTICLE II
Principal Office

The street address of the principal office shall be:

1493 2nd Ave. S.
Naples, Florida 34102

ARTICLE III
Purposes

The purposes for which the Corporation is organized and operated shall be:

- A. to qualify and operate as a domestic nonprofit corporation under the Florida Nonprofit Corporation Law (Chapter 617);
- B. to qualify and operate exclusively for charitable, educational, and scientific purposes as a tax-exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), or the corresponding section of any future federal tax code;
- C. to qualify and operate as a tax-exempt organization, contributions to which are deductible under Section 170(c)(2) of the Code or the corresponding section of any future federal tax code;
- D. to act primarily to make distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Code, principally for said organizations that advocate and promote the potential of children with cognitive and developmental disabilities and of children with health and social issues; and
- E. to do everything reasonably necessary or appropriate for the accomplishment of the foregoing purposes.

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TALLAHASSEE, FLORIDA

ARTICLE IV
Tax-Exempt Organization Compliance

- A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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.
- B. 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.
- C. Notwithstanding any other provision of these articles, the corporation shall not carry on any activity not permitted to be carried on by the provisions cited in Article III (A), (B), and (C). Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation 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 V
Directors and Officers

- A. The names and addresses of the initial Officers and Directors are as follows:
 - 1. Mary A.J. McClain, Director & Chief Executive Officer/President
1493 2nd Ave. S., Naples, Florida 34102
 - 2. Patrick H. McClain, Director & Chief Operating Officer
1493 2nd Ave. S., Naples, Florida 34102
 - 3. Raegan A. McClain, Director
3385 Westminster Lane, Doylestown, Pennsylvania 18902
- B. The Directors and Officers shall serve and be elected as provided in the bylaws.

ARTICLE VI
Registered Agent

The name and street address of the registered agent is:

Patrick H. McClain
1493 2nd Ave. S.
Naples, Florida 34102

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SECOND DEPT. OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII
Incorporator

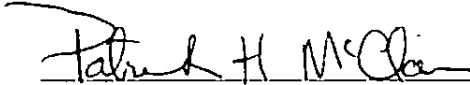
The name and address of the Incorporator is:

Emma L. Christman
Woods, Weidenmiller, Michetti & Rudnick, PLLC
9045 Strada Stell Ct., Suite 400
Naples, Florida 34109

ARTICLE VIII
Effective Date

The effective date shall be December 8, 2017.

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

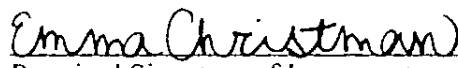


Required Signature of Registered Agent

12/12/17

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 s.817.155, F.S.



Required Signature of Incorporator

12/12/17

Date