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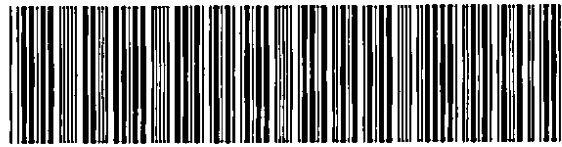
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RECEIVED

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 064278 80690A

AUTHORIZATION :

COST LIMIT : \$ 70.00

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TALLAHASSEE, FL 32301

ORDER DATE : February 8, 2018

ORDER TIME : 9:31 AM

ORDER NO. : 064278-005

CUSTOMER NO: 80690A

DOMESTIC FILING

NAME: SGWS RELIEF & CHARITABLE
FOUNDATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Roxanne Turner - EXT.

EXAMINER'S INITIALS: _____

ARTICLES OF INCORPORATION
OF
SGWS RELIEF & CHARITABLE FOUNDATION, INC.,
A FLORIDA NONPROFIT CORPORATION

ARTICLE I
NAME

The name of this corporation is:

SGWS Relief & Charitable Foundation, Inc.

ARTICLE II
STATEMENT OF CORPORATE NATURE

This is a nonprofit corporation organized solely for general charitable purposes pursuant to the Florida Corporations Not For Profit law set forth in Chapter 617 of the Florida Statutes.

ARTICLE III
GENERAL AND SPECIFIC PURPOSES

(a) The specific, primary and sole purpose for which this corporation is formed is to operate for charitable purposes. This corporation is primarily dedicated to providing grants (disaster relief payments) to employees of Southern Glazer's Wine and Spirits, LLC (including its subsidiaries) and their families adversely affected by natural disasters and for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue Code.

(b) The general purpose for which this corporation is formed is to operate exclusively for such educational and charitable purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), or corresponding provisions of any subsequent Federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under the Code. Notwithstanding any other provisions of these Articles, this

corporation will not carry on any other activities not permitted to be carried on by: (a) a corporation exempt from Federal income tax under Section 501(c)(3) of the Code or the corresponding provision of any future United States Internal Revenue Code; or, (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Code or any other corresponding provisions of any future United States Internal Revenue Code.

(c) This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

ARTICLE IV TERM

This corporation shall have a perpetual existence.

ARTICLE V INCORPORATOR

The name and address of the incorporator of this corporation is as follows:

STEVEN J. SCHERMER, 2800 Ponce de Leon Boulevard, Suite 1125, Coral Gables, Florida 33134.

ARTICLE VI LOCATION OF PRINCIPAL OFFICE

The principal office of this corporation is located at 1600 N.W. 163rd Street, Miami, Florida 33169.

ARTICLE VII IDENTIFICATION AND ADDRESS OF REGISTERED AGENT

The name and address of this corporation's registered agent is STEVEN J. SCHERMER, 2800 Ponce de Leon Boulevard, Suite 1125, Coral Gables, Florida 33134. This shall also be the corporation's registered office.

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ARTICLE VIII
MANAGEMENT OF CORPORATE AFFAIRS

The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of trustees. The number of trustees of the corporation shall be five (5); provided, however, that such number may be changed pursuant to the duly adopted by-laws of this corporation.

The trustees shall hold office until his or her successor has been elected and qualified as set forth in the by-laws of this corporation or until his or her earlier resignation, removal from office or death.

ARTICLE IX
BY-LAWS

Subject to the limitations contained in the by-laws, and any limitations set forth in the Corporation Not For Profit law of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, by-laws of this corporation may be made, altered, rescinded, added to, or new by-laws may be adopted, by a resolution of the board of trustees, adopted by a majority.

ARTICLE X
DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, trustee, officer, or member thereof, or to the benefit of any private individual.

ARTICLE XI
DISTRIBUTION OF ASSETS

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under

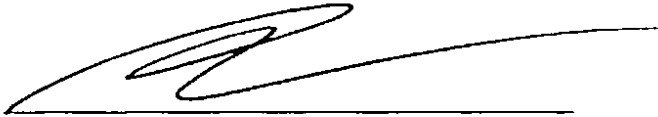
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JANUARY 10, 2009

Section 501(c)(3) of the Code, or corresponding provisions of any subsequent federal tax laws.

ARTICLE XII
AMENDMENT OF ARTICLES

The by-laws of this corporation shall set forth the requirements for amending these Articles of Incorporation.

I, the undersigned, being the sole incorporator of this corporation, and including the person herein named as the incorporator of this corporation, for the purpose of forming this nonprofit charitable corporation under the laws of Florida have executed these Articles of Incorporation on February 5, 2018.


STEVEN J. SCHERMER, Incorporator

(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 Section 817.155, Florida Statutes).

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of SGWS Relief & Charitable Foundation, Inc. as made in the foregoing Articles of Incorporation, and agree to act in such 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 accept the obligations of my position as the initial Registered Agent of SGWS Relief & Charitable Foundation, Inc.


STEVEN J. SCHERMER, Registered Agent

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