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Florida Department of State
Division of Corporations
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FLORIDA PROFIT/NON PROFIT CORPORATION
Bright Horizon Foundation, Inc.

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

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FEB 27 2018

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8 FEB 26 PM 3:06
FILED
CLERK OF COURT
JUDICIAL CIRCUIT IN AND FOR
THE NINTH JUDICIAL CIRCUIT
PALM BEACH COUNTY, FLORIDA

**ARTICLES OF INCORPORATION
OF
BRIGHT HORIZON FOUNDATION, INC**

In compliance with the requirements of F.S. Chapter 617, the undersigned hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

**ARTICLE I
Name**

The name of the Corporation is: Bright Horizon Foundation, Inc.

**ARTICLE II
Principal Office and Address**

The street address of the principal office of the Corporation is: 160 Third Ave S, Naples, FL 34102.

**ARTICLE III
Duration**

The term of existence of the Corporation is perpetual and the corporate existence will commence on the filing of these articles by the Department of State.

**ARTICLE IV
Purpose**

The purpose for which the Corporation is organized is to create and develop an affordable housing program in the Naples, Florida area for new home construction and the renovation of existing homes for sale to poor, distressed and underprivileged low income households on long-term, low payment plans.

Restrictions on Corporate Purpose

(1) The purposes for which the corporation is organized are to receive and maintain real or personal property, or both, and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary, or educational purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended.

(2) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, any Director, Officer, or member of the corporation, or any other private individual (except that reasonable compensation may be paid for services rendered to or for the corporation, and reasonable expenses may be paid thereto, affecting one or more of the corporation's purposes), and no Director 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

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corporation. No substantial part of the activities of the corporation shall include the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall neither participate nor intervene (including the publication or distribution of statements) in any political campaign on behalf of any candidate for public office, at any time.

(3) The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by Section 4942 of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

(4) The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

(5) The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

(6) The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

(7) The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

(8) Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and the Regulations as they now exist or as they may hereafter be amended.

(9) Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of 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 charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the [name of court] 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 the Court shall determine, which are organized and operated exclusively for such purposes.

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ARTICLE V
Directors

The initial board of directors shall consist of two members. This number may be increased or decreased from time to time in accordance with the Corporations' bylaws, but shall never be less than one. The names and addresses of the persons who will serve on the initial board of directors are:

Names	Addresses
William Reading	160 Third Ave. S. Naples, FL 34102
Joanne Reading	160 Third Ave S., Naples, FL 34102

ARTICLE VI
Registered Office and Agent

The initial street address of the Corporation's registered office is: Bond, Schoeneck & King, PLLC, 4001 Tamiami Trail N, Suite 250, Naples, Florida, 34103. The initial registered agent for the Corporation at that address is Curtis Cassner.

ARTICLE VII
Incorporators

The name and street address of the person signing these articles of incorporation is:

Name	Address
William Reading	160 Third Ave. S Naples, FL 34102

ARTICLE VIII
Indemnification

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, I have subscribed my name this 21 day of February, 2018.



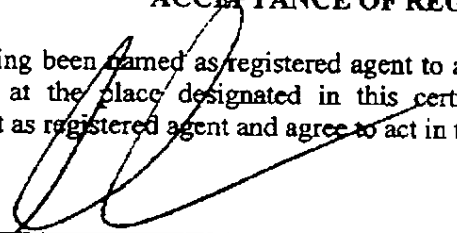
William Reading
Incorporator2/21/18

Date

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ACCEPTANCE OF REGISTERED AGENT

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.



Curtis Cassner
Registered Agent

2/21/18
Date

FILED
18 FEB 26 PM 3:06
TALLAHASSEE, FLORIDA