

Florida Department of State

Division of Corporations
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FLORIDA PROFIT/NON PROFIT CORPORATION

MMPGA Foundation, Inc.

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MAR 22 2018

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**ARTICLES OF INCORPORATION
OF
MMPGA FOUNDATION, INC.**

A Florida Nonprofit Corporation

THE UNDERSIGNED, being competent to contract, does subscribe to these Articles of Incorporation and acts as Incorporator for the purpose of forming a not-for-profit Corporation under the laws of the State of Florida, and does hereby adopt the following Articles of Incorporation:

ARTICLE ONE - NAME

The name of the Corporation is MMPGA FOUNDATION, INC.

ARTICLE TWO - PRINCIPAL OFFICE AND ADDRESS

The address of the principal office of the Corporation is 18142 Longwater Run Drive Tampa, FL 33647, and the mailing address of the Corporation is the same.

ARTICLE THREE - EFFECTIVE DATE AND 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 FOUR - PURPOSE

The purposes of the Corporation are to receive and administer money and property for religious, charitable, scientific, educational, and literary purposes within the meaning of §501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended (the "Code"), including, for such purposes, the making of distributions to organizations that are exempt from federal income taxation under §501(a) of the Code as an

**ARTICLES OF INCORPORATION OF
MMPGA FOUNDATION, INC.**

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James F. Gulecas, Esq.
Florida Bar No.: 063994
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organization described in §501(c)(3) of the Code. Notwithstanding any other provision of these Articles, the Corporation is organized and shall operate exclusively for such purposes. The Corporation hereby expresses its intent to be an organization exempt from federal income taxation under §501(a) of the Code as an organization described in §501(c)(3) of the Code, and to be an organization contributions to which are deductible under §§170(c)(2), 2055(a)(2), 2106(a)(2)(A)(ii) and 2522(a)(2) of the Code. The Corporation may solicit contributions from all possible sources including, but not limited to, individual, corporate and community sources.

ARTICLE FIVE - LIMITATIONS

No part of the earnings of the Corporation shall inure to the benefit of, or be distributable to, any Director, Officer, any other private individual, or to any organizations organized and operated for profit (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 or dissolution of the Corporation.

No part of the corporate activities shall be an attempt to influence legislation by any means, and the Corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of or in opposition to any candidate for public office, or engage in political activities of any kind, except as permitted by the provisions of §501(h) of the Code.

Notwithstanding any other provisions of these Articles, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from federal income taxation under §501(a) of the Code as an organization described in §501(c)(3) of the Code, or by an organization contributions to which are deductible under §§170(c)(2), 2055(a)(2), 2106(a)(2)(A)(ii) and 2522(a)(2) of the Code.

The Corporation, if it is a "private foundation" as defined in §509(a) of the Code at any time, shall distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Code §4942(a), and shall not (1) engage in any act of "self-dealing" as defined in Code §4941(d), which would give rise to any liability for the tax

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imposed by Code §4941(a); (2) retain any "excess business holdings" as defined in Code §4943(c), which would give rise to any liability for the tax imposed by Code §4943(a); (3) make any investment which would jeopardize the carrying out of any of its exempt purposes within the meaning of Code §4944, so as to give rise to any liability for the tax imposed by Code §4944(a); or (4) make any "taxable expenditures" as defined in Code §4945(d), which would give rise to any liability for the tax imposed by Code §4945(a).

The references in this Paragraph to designated sections of the Code shall be deemed to include any corresponding provisions of Federal tax laws at any time and from time to time in force and effect during the continuance of the Corporation.

ARTICLE SIX - DISSOLUTION

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 Code, as the Board of Directors shall determined. Any of such assets not so disposed of shall be disposed of by the circuit 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.

ARTICLE SEVEN - DIRECTORS

This Corporation shall have five (5) Directors initially. The number of Directors may be increased or diminished from time to time, by an amendment of the By-Laws when such amendment is adopted by the Directors, but shall never be less than three (3). The Directors shall be elected as stated in the By-laws of the Corporation.

ARTICLE EIGHT - INITIAL DIRECTORS

The name and street address of each member of the initial Board of Directors is:

ARTICLES OF INCORPORATION OF
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Su Su Han Khin, M.D.
3589 Valverde Circle
Jacksonville, FL 32224

Moe Moe Win, M.D.
1325 Mirror Terrace NW
Winter Haven, Florida 33881

Maung Tint Wai, M.D.
2574 Wakefield Ct.
Brentwood, CA 94513

Myint Myat Thway, M.D.
100 Heron Lake Way
Ponte Vedra, FL 32082

Myo Lwin, M.D.
208 Paw Paw Way
Columbia, MO 65203

The above named Directors shall hold office for the first year of existence of the Corporation or until successors are elected.

ARTICLE NINE – NO MEMBERS

The Corporation shall not have Members.

ARTICLE TEN - REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the State of Florida is 1968 Bayshore Boulevard, Dunedin, Pinellas County, Florida. The Board of Directors may from time to time, without amending these Articles, move the registered office to any other address within the State of Florida.

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The initial Registered Agent is designated as James F. Gulecas, Esquire. The Registered Agent of the Corporation may be changed at any time by a vote of the Board of Directors without an amendment of these Articles.

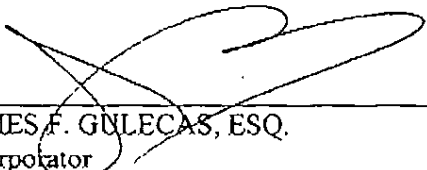
ARTICLE ELEVEN - INCORPORATOR

The name and street address of the undersigned as incorporator of these Articles of Incorporation is: James F. Gulecas, Esquire, 1968 Bayshore Boulevard, Dunedin, FL 34698.

ARTICLE TWELVE - AMENDMENTS

These Articles of Incorporation may be amended by two-thirds (2/3) approval, in writing, of the Board of Directors followed by filing of such amendment(s) with the Secretary of State or other such officer as required by the applicable law.

Date: 3/21/18



JAMES F. GULECAS, ESQ.
Incorporator

ACCEPTANCE OF REGISTERED AGENT

Pursuant to Florida Statute 48.091 and Article VII of these Articles of Incorporation, the undersigned Registered Agent does hereby accept the duties as Registered Agent and designates as his location for service of process as:

James F. Gulecas, Esquire
1968 Bayshore Boulevard
Dunedin, FL 34698

The undersigned shall serve as Registered Agent until otherwise removed or he shall resign pursuant to the laws of the State of Florida.

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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.



JAMES F. GULECAS, ESQ.
Registered Agent

Filing Fees:
\$35.00 Filing Fee for Incorporation
\$35.00 Designation of Registered Agent

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