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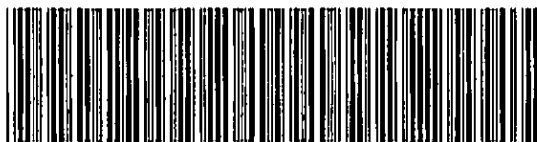
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N CULLIGAN

APR 10 2018



Mark F. Dahle, Jr.
Direct Phone: (801) 428-8158
mdahle@sloanlawslc.com

DAVID E. SLOAN
STEPHEN R. SLOAN
JENNIFER A. WHITLOCK
MARK F. DAHLE, JR.
WILLIAM J. WHITAKER

of Counsel

DAVID E. SALISBURY
RICHARD W. EVANS, P.C.

April 4, 2018

VIA FEDEX

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee FL 32301

Re: Cunningham Foundation, Inc.

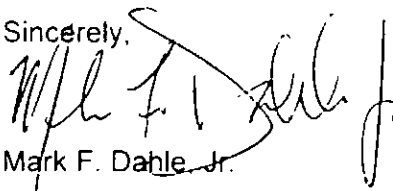
To Whom It May Concern:

Enclosed, please find the following regarding filing of Articles of Incorporation of Cunningham Foundations, Inc.:

1. Two originals of Articles of Incorporation of Cunningham Foundation, Inc.
2. Check in the amount of \$70 for filing fee and designation of Registered Agent of the Foundation.

Please do not hesitate to phone me if you have any questions or concerns regarding our submission of the Articles of Incorporation.

Sincerely,



Mark F. Dahle, Jr.

MFD/tht
Enclosures
4836-8404-9248, v. 1

ARTICLES OF INCORPORATION

OF

CUNNINGHAM FOUNDATION, INC.

(In compliance with Chapter 617, F.S. (Not for Profit))

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TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation shall be CUNNINGHAM FOUNDATION, INC.

ARTICLE II. MAILING ADDRESS & PRINCIPAL OFFICE

The mailing address of the corporation is 11872 Hedgestone Court, Naples, Florida 34120.

The principal place of business of the corporation is 11872 Hedgestone Court, Naples, Florida 34120.

ARTICLE III. PURPOSE

A. This Corporation is a not-for-profit corporation organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person. The specific purpose of this Corporation is to provide education and training for medical professionals worldwide and any other educational or other charitable pursuits. In carrying out such purpose, the Corporation shall have the power to exercise all rights conferred by the laws of the State of Florida upon not-for-profit corporations.

B. The purposes for CUNNINGHAM FOUNDATION, INC. is organized are exclusively charitable within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law (collectively, the "Code").

C. 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 Regulations issued pursuant thereto as they now exist or as they may hereafter be amended.

D. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any Director of the Corporation or any member of the Corporation or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no Director 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 Corporation.

E. No substantial part of the activities of the Corporations 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 publication or distribution of statements) any political campaign on behalf of any candidate for public office.

F. In the event of dissolution, the residual assets of the Corporation will be turned over to one or more Organizations which themselves are exempt as Organizations described in Sections 501(c)(3) and 170(c)(2) of the Code or Regulation.

ARTICLE IV. PROHIBITED TRANSACTIONS AND PRIVATE FOUNDATION RULES

A. Prohibited Transactions. Under no circumstances shall the Corporation accomplish or do, nor shall it have the power to accomplish or do, any of the things hereinafter defined as a "prohibited transaction": further, the Board of Directors of the Corporation shall not accomplish or do anything which is hereinafter defined as a "prohibited transaction." For purposes of this paragraph A of Article IV of these Articles of Incorporation, the term "prohibited transaction" shall mean any transaction involving a disqualified person (as defined below) in which the Corporation (i) lends any part of its income, or corpus, without the receipt of adequate security and a reasonable rate of interest, to such disqualified person; (ii) pays any compensation, in excess of a reasonable allowance for salaries or other compensation for personal services actually rendered, to such disqualified person; (iii) makes any part of its services available on a preferential basis, to such disqualified person; (iv) makes any substantial purchase of securities or any other property, for more than adequate consideration, in money or money's worth, from such disqualified person; (v) sells any substantial part of its securities or other property, for less than an adequate consideration in money or money's worth, to such disqualified person; or (vi) engages in any other transaction which results in a substantial diversion of its income or corpus to a disqualified person. For purposes of these Articles, a disqualified person is a person who has made a substantial contribution to the Corporation; a member of the family (as defined in Section 267(c)(4) of the Code) of an individual who has made a substantial contribution to the Corporation; or a corporation controlled by such persons through the ownership, directly or indirectly, of 50%, or more, of the total combined voting power of all classes of stock entitled to vote, or 50%, or more, of the total value of shares of all classes of stock of such corporation. Provided, further, that under no circumstances shall the Corporation carry on any activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(a) of the Code as an organization described in Section 501(c)(3) of the Code, or (ii) by a corporation contributions to which are deductible under Section 170(a) of the Code as being to an organization referred to in Section 170(c)(2) of the Code.

B. Private Foundation Provisions. The following rules relating to private foundations shall apply to the Corporation:

(1) The Corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Code, or the corresponding section of any future federal tax code.

(2) The Corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Code, or the corresponding section of any future federal tax code.

(3) The Corporation will not retain any excess business holdings as defined in section 4943(c) of the Code, or the corresponding section of any future federal tax code.

(4) The Corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Code, or the corresponding section of any future federal tax code.

(5) The Corporation will not make any taxable expenditures as defined in section 4945(d) of the Code, or the corresponding section of any future federal tax code.

ARTICLE IV. INDEMNIFICATION

The corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee or agent, to the fullest extent permitted by law.

ARTICLE V. BOARD OF DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business of the Corporation shall be managed under the direction of a Board of Directors. The number of the Directors on this Corporation's Board of Directors shall initially be four (4) provided, however, that the number of Directors may be increased or decreased from time to time, as provided in this Corporation's By-laws. Such Directors are to be elected or appointed in the manner provided for by the Corporation's By-laws.

ARTICLE VI. APPOINTMENT OF DIRECTORS

When a vacancy in the Board of Directors occurs, then a replacement Board member will be appointed by majority vote of the remaining Board members.

ARTICLE VII. AMENDMENT OF ARTICLES

The power to adopt, alter, amend or repeal the Articles of Incorporation of this corporation shall be vested in the Board of Directors by a majority vote of the Board of Directors.

ARTICLE VIII. INITIAL DIRECTORS AND OFFICERS

The initial directors and officers of the corporation are:

William J. Cunningham	President, Director
Ian N. Cunningham	Vice-President, Director
Nicola P. Cunningham	Secretary, Director
Kiera E. Cunningham	Treasurer, Director

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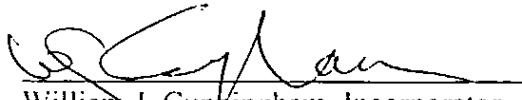
ARTICLE IX. INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of this corporation's initial registered office shall be William J. Cunningham, 11872 Hedgestone Court, Naples, Florida 34120.

ARTICLE X. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator is William J. Cunningham, 11872 Hedgestone Court, Naples, Florida 34120.

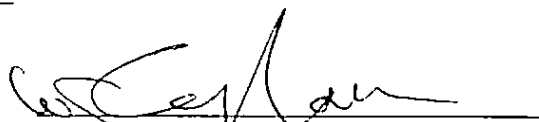
IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on
4 day of April, 2018.


William J. Cunningham, Incorporator

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of CUNNINGHAM FOUNDATION, INC., which is contained in the foregoing Articles of Incorporation. I hereby state that I am familiar with and accept the duties, obligations and responsibilities as Registered Agent for said corporation.

DATED this 4 day of April, 2018.


William J. Cunningham, Registered Agent