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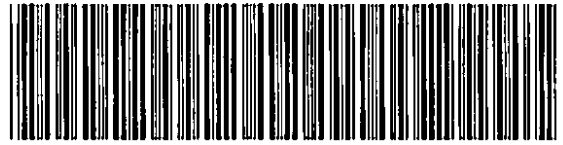
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## COVER LETTER

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

**SUBJECT:** GLOBECHEK FOUNDATION, INC.  
(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed is 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

**ADDITIONAL COPY REQUIRED**

**FROM:** Stephen C. Thomas  
Name (Printed or typed)

1901 S. Harbor City Blvd., Suite 720  
Address

Melbourne, FL 32901  
City, State & Zip

(321) 215-0088  
Daytime Telephone number

stephen.thomas@lowndes-law.com  
E-mail address: (to be used for future annual report notification)

**NOTE: Please provide the original and one copy of the articles.**

18 JUN - 8 PM 3:30  
PAI M ASSOCIATES, FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

**GLOBECHECK FOUNDATION, INC.**

(Pursuant to the provisions of Chapter 617, Florida Statutes)

**ARTICLE I. NAME**

The name of the corporation formed hereby shall be GlobeCheck Foundation, Inc. (the "Corporation").

**ARTICLE II. PRINCIPAL ADDRESS**

The principal street address of the Corporation shall be 3930 U.S. Hwy. 1 Vero Beach, FL 32960. The mailing address of the Corporation shall be 3500 U.S. Hwy. 1, Vero Beach, FL 32960.

**ARTICLE III. PURPOSE**

The purposes for which this Corporation is organized are exclusively religious, charitable, literary, scientific and/or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as amended (the "Code"), or the corresponding applicable section of any future federal tax code. In order to carry out such purposes, the Corporation shall have all powers conferred on a corporation organized under the Florida Not For Profit Corporation Act, as amended (the "Act").

**ARTICLE IV. BOARD OF DIRECTORS**

The Corporation shall be governed by a Board of Directors consisting of at least three (3) members. The manner in which the members of the Board of Directors are to be elected or appointed and the number of directors of the Corporation shall be as set forth in the Bylaws of the Corporation from time to time. The names and street addresses of the initial members of the Board of Directors are:

<b>Name</b>	<b>Address</b>
Dr. William Mallon	3500 US Hwy 1 Vero Beach, FL 32960
Dr. Adam Katz	3500 US Hwy 1 Vero Beach, FL 32960
Ryan Manaker	Sageview Advisory Group 1111 Northshore Dr. Suite N325 Knoxville, TN 37919

## **ARTICLE V. INDEMNIFICATION**

Every current or former director, officer, employee and agent of the Corporation shall be entitled to indemnification to the full extent provided by Section 617.0831 of the Act., subject to the conditions and limitations set forth therein. The Corporation may purchase insurance for such indemnification.

## **ARTICLE VI. MEMBERS**

The Corporation shall have members if and as determined by the Board of Directors and set forth in the Bylaws of the Corporation.

## **ARTICLE VII. RESTRICTIONS AND INTERPRETATION**

7.1 No part of the net earnings of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to the Corporation, to make reimbursements for expenses incurred in conducting its affairs and carrying out its purposes, and to make payments and disbursements in furtherance of the purposes set forth herein.

7.2 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 a candidate for public office except as authorized under Section 501(h) of the Code, or the corresponding section of any future federal tax code.

7.3 The Corporation shall not carry on any other activities not permitted to be carried on (i) by a Corporation exempt from federal income tax under Section 501(c)(3) of the Code, or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code, or the corresponding section of any future federal tax code.

## **ARTICLE VIII. DISSOLUTION**

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 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 IX. REGISTERED AGENT**

The name and Florida street address of the registered agent of the Corporation is:

Lowndes, Drosdick, Doster, Kantor & Reed, P.A.  
215 North Eola Drive  
Orlando, FL 32801

## ARTICLE X. INCORPORATOR

The name and address of the incorporator is:

Stephen C. Thomas, Esq.  
Lowndes, Drosdick, Doster, Kantor & Reed, P.A.  
1901 S. Harbor City Boulevard  
Suite 720  
Melbourne, FL 32901

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on  
this 1<sup>st</sup> day of June, 2018.

  
Adam Katz  
Incorporator

*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.*

Lowndes, Drosdick, Doster, Kantor & Reed, P.A.

By: Stephen C. Thomas  
Stephen C. Thomas, Esq.

FILED  
18 JUN -8 PM 3:49  
CLERK OF COURT  
JULIA A. SEAR, CLERK