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2018 JUN 26 AM 10:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

June 4, 2018

STEPHEN G. VOGELSANG  
251 ROYAL PALM WAY, SUITE 300  
PALM BEACH, FL 33480

SUBJECT: THE FRANK DIMINO FAMILY FOUNDATION, INC.  
Ref. Number: W18000050389

We have received your document for THE FRANK DIMINO FAMILY FOUNDATION, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation.

One or more major words may be added to make the name distinguishable.

The name designated in your document is unavailable because it is the same as or not distinguishable from an existing entity. If the principals are the same in both entities, please send a letter or affidavit advising us of this association, along with your articles so that we may complete the filing process.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Tyrone Scott  
Regulatory Specialist II  
New Filings Section

Letter Number: 318A00011068

**PRESSLYPRESSLY  
RANDOLPH&PRESSLY,LLC**

Plaza Center  
251 Royal Palm Way, Suite 300  
Palm Beach, FL 33480  
Phone: (561) 655-4040  
Fax: (561) 655-6006  
[www.PRPB.com](http://www.PRPB.com)

James C. Pressly, Jr.  
David S. Pressly  
John W. Randolph, Jr.  
J. Glen Pressly, III  
Stephen C. Vogelsang

June 7, 2018

**VIA FEDERAL EXPRESS**

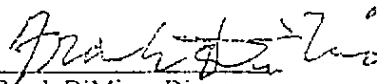
FL Division of Corporations  
Attn: Tyrone Scott  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301


Re: **The Frank DiMino Family Foundation, Inc.**

Dear Sir or Madam:

It has been brought to our attention that the filing for a new nonprofit corporation under the name of "The Frank DiMino Family Foundation, Inc." was rejected because a corporation with the same name was recently dissolved. We do not intend to revoke this dissolution. However, it is our intention to create a new nonprofit corporation with the same name and the same board members.

Sincerely,

  
Frank DiMino, Director

  
Darren Bardell, Director

6/21/2018

RECEIVED  
2018 JUN 26 PM 2:34  
DIVISION OF CORPORATIONS  
COMMERCIAL  
PROPERTY SERVICES, INC.

**PRESSLYPRESSLY  
RANDOLPH-PRESSLY<sub>PC</sub>**

Plaza Center  
251 Royal Palm Way, Suite 300  
Palm Beach, FL 33480  
Phone: (561) 659-4040  
Fax: (561) 655-6006  
www.PPRPlaw.com

James G. Pressly, Jr.  
David S. Pressly  
John W. Randolph, Jr.  
J. Grier Pressly, III  
Stephen G. Vogelsang

May 22, 2018

**VIA FEDERAL EXPRESS**

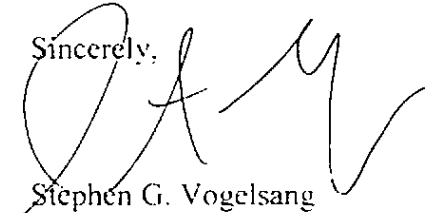
FL Division of Corporations  
**Attn: Registration Section**  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**Re: The Frank DiMino Family Foundation, Inc.**

Dear Sir or Ma'am:

Enclosed please find the Articles of Incorporation of The Frank DiMino Family Foundation, Inc., along with a check in the amount of \$70.00 for the filing fee associated with same.

Sincerely,



Stephen G. Vogelsang

SGV/tsm

Enclosures

C:\DiMino Foundation\Corresp\5-22-18 ltr to Div of Corp enc Art of Incorporation 4819-3881-7126 v.1

ARTICLES OF INCORPORATION  
OF  
THE FRANK DIMINO FAMILY FOUNDATION, INC.  
(A Florida Not For Profit Corporation)

FILED  
2018 JUN 26 AM 10:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*I, the undersigned incorporator, for the purpose of incorporating and organizing a corporation under the Florida Not For Profit Corporation Act (the "Act"), do hereby execute the following Articles of Incorporation, and certify as follows:*

ARTICLE I  
NAME

The name of the corporation shall be: THE FRANK DIMINO FAMILY FOUNDATION, INC.  
(the "Corporation").

ARTICLE II  
PRINCIPAL OFFICE

The initial principal place of business of the Corporation shall be 15645 Bellanca Lane, Wellington, Florida 33414.

ARTICLE III  
MAILING ADDRESS

The initial mailing address of the Corporation shall be 15645 Bellanca Lane, Wellington, Florida 33414.

ARTICLE III  
PURPOSES

1. The Corporation is not-for-profit and is organized and shall be operated exclusively for religious, charitable, scientific, literary, or educational purposes as described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended or the corresponding provision of any future United States Internal Revenue Law (the "Code").

2. No part of the earnings of the Corporation shall inure to the benefit of any director or officer of the Corporation, or to any other person (except that the Corporation may pay reasonable compensation for services rendered to or on behalf of the Corporation and make other payments and distributions in furtherance of one or more of its purposes), and no director or officer of the Corporation, or any other person shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. The Corporation shall pay no dividends.

3. The Corporation shall not participate, directly or indirectly, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. The Corporation shall not have the objectives nor engage in activities that would characterize it as an "action organization" as defined in Treasury Regulations.

4. Notwithstanding any other provision of these articles, the Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Code.

5. In the event that the Corporation shall be a "private foundation" within the meaning of Section 509 of the Code, the Corporation's income for each taxable year shall be distributed at such time and in such manner as not to subject it to tax under Section 4942 of the Code (unless the corporation is a "private operating foundation", in which case, Section 4942 of the Code is inapplicable), and the corporation shall be prohibited from engaging in any act of self-dealing as defined in Section 4941(d) of the Code, from retaining any excess business holdings as defined in Section 4943(c) of the Code, from making any investments in such manner as to subject the corporation to tax under Section 4944 of the Code, and from making any taxable expenditures as defined in Section 4945(d) of the Code.

6. Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Corporation, dispose of all the assets (if any) of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for scientific, educational or charitable 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 of the Corporation shall determine. Any of such assets (if any) not so disposed of shall be disposed of by the Court with appropriate jurisdiction, exclusively for such purposes or to such organizations, as said Court shall determine, which are organized and operate exclusively for such purposes.

#### ARTICLE IV ELECTION OF DIRECTORS

The number of Directors of the Corporation shall be set forth in the Bylaws of the Corporation. Except as may otherwise be provided in these Articles of Incorporation, the requirements for membership on the Corporation's Board of Directors and the manner of election or appointment of the Directors of the Corporation shall be prescribed by the Bylaws of the Corporation.

#### ARTICLE VI MEMBERSHIP

The Corporation may have a member as set forth in the Bylaws of the Corporation. Such member shall have such rights as shall be set forth in the Bylaws of the Corporation.

#### ARTICLE VII INITIAL REGISTERED AGENT AND REGISTERED OFFICE

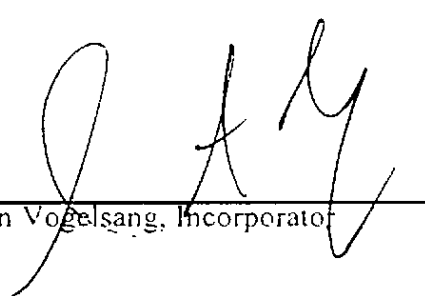
The initial registered agent and initial registered for the Corporation shall be Stephen G. Vogelsang with such office located at Plaza Center, 251 Royal Palm Way, Suite 300, Palm Beach, Florida 33480.

ARTICLE VIII  
INCORPORATOR

The name and address of the Incorporator is as follows:

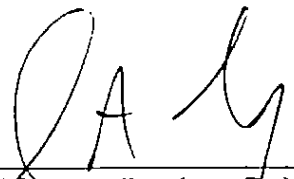
Stephen Vogelsang  
Plaza Center  
251 Royal Palm Way, Suite 300  
Palm Beach, Florida 33480.

IN WITNESS WHEREOF the undersigned has executed these Articles as of the 22<sup>nd</sup> day of May, 2018.

  
\_\_\_\_\_  
Stephen Vogelsang, Incorporator

### ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent and to accept the service of process for the above-stated Corporation at the place designated in these Articles, Stephen G. Vogelsang hereby accepts the appointment as registered agent and agrees to act in this capacity. Stephen G. Vogelsang further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 608, F.S.

By:   
Print Name: Stephen G. Vogelsang

Date: May 22<sup>nd</sup>, 2018