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DOMESTICATION

Sadie Nauy Charitable Foundation, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	01
Estimated Charge	\$128.75

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**NOT FOR PROFIT
CERTIFICATE OF DOMESTICATION**

The undersigned, as an officer of Sadie Nauy Charitable Foundation, Inc., a New Jersey nonprofit corporation, in accordance with section 617.1803, Florida Statutes, does hereby certify:

1. Sadie Nauy Charitable Foundation, Inc. was first formed on June 2, 2003.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was New Jersey.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was Sadie Nauy Charitable Foundation, Inc.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to sections 617.01201 and 617.0202, Florida Statutes, with this Certificate of Domestication is Sadie Nauy Charitable Foundation, Inc.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before this filing of the Certificate of Domestication was New Jersey.
6. Attached to this Certificate of Domestication as Attachment A are the Florida articles of incorporation of Sadie Nauy Charitable Foundation, Inc. to complete the domestication requirements pursuant to section 617.1803, Florida Statutes.

The undersigned officer of the Corporation, who is authorized to sign this Certificate of Domestication on behalf of the Corporation, has signed this Certificate of Domestication on September 21, 2018.

**SADIE NAUY CHARITABLE FOUNDATION,
INC.**

By: 

Name: Deborah Hirsch

Title: President

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Attachment A

Articles of Incorporation

(Attached)

**ARTICLES OF INCORPORATION
OF
SADIE NAUY CHARITABLE FOUNDATION, INC.**

The undersigned incorporator to these articles of incorporation hereby forms a corporation not for profit (the "Corporation") under the laws of the State of Florida as follows:

ARTICLE I

Name, Principal Place of Business, and Mailing Address

The name of the Corporation is: Sadie Nauy Charitable Foundation, Inc. The principal place of business and mailing address are: 209 SE 5th Avenue, Delray Beach, FL 33483.

ARTICLE II

Purpose

The Corporation is organized and shall be operated exclusively for charitable purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code (the "Code"), including, but not limited to making charitable donations to other Code Section 501(c)(3) organizations.

The Corporation shall have all powers now or hereafter granted by law, and in addition thereto shall have all powers lawfully necessary or required to carry out its purposes and objects. All of the assets or earnings shall be used exclusively for the purposes hereinabove set out, including payment of expenses incidental thereto.

ARTICLE III

Members

The qualifications of members and the manner of admission of members shall be as specified in the bylaws of the Corporation.

ARTICLE IV

Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is 100 S. Ashley Drive, Suite 400, Tampa, FL 33602, and the name of its initial registered agent at such address is CF Registered Agent, Inc.

ARTICLE V

Directors

The number of directors and their election and appointment shall be as specified in the bylaws of the Corporation.

ARTICLE VI
Incorporator

The name and address of the incorporator signing these articles of incorporation are:

Name

Address

Deborah Hirsch

209 SE 5th Avenue
Delray Beach, FL 33483

ARTICLE VII
Bylaws

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors of the Corporation.

ARTICLE VIII
Amendment

These articles of incorporation may be amended in the manner provided by law.

ARTICLE IX
Dissolution

Upon a dissolution of the Corporation, 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 to the federal, state, or local government for exclusive public purpose.

ARTICLE X
Limitations

Section 1. Legislative and Political Activity. No substantial part of the activities of the Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publishing or distributing of statements in connection with) any political campaign on behalf of or in opposition to any candidate for public office.

Section 2. Property. The property, assets, profits, and net income of the Corporation are dedicated irrevocably to the purposes set forth herein. No part of the Corporation's profits or net earnings shall inure to the benefit of its directors, officers, members, or to the benefit of any private individual.

Section 3. Private Foundation Limitations. At any time during which the Corporation is classified as a private foundation for federal income tax purposes pursuant to Code Section 509 or corresponding section of any future law, the Corporation:

(a) shall not engage in any act of self-dealing as defined in Code Section 4941(d) or corresponding section of any future law;

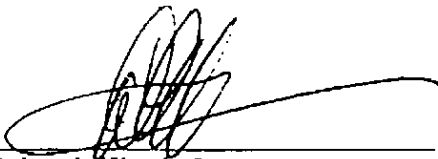
(b) shall make distributions of such amounts for each taxable year at such time and in such manner as not to become subject to the tax imposed by Code Section 4942 or corresponding section of any future law;

(c) shall not retain any excess business holdings as defined in Code Section 4943(c) or corresponding section of any future law;

(d) shall not make any investments in such manner as to subject it to tax under Code Section 4944 or corresponding section of any future law; and

(e) shall not make any taxable expenditure as defined in Code Section 4945(d) or corresponding section of any future law.

The undersigned incorporator has executed these articles of incorporation this 21st day of September 2018.



Deborah Hirsch, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Corporation, at the place designated as the registered office, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned 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 accept the duties and obligations of its position as registered agent.

Dated this 21st day of September 2018.

REGISTERED AGENT,

CF Registered Agent, Inc.

By: 

Name: Jordan August

Date: September 21, 2018