

12-20-2018

09:37AM

FROM GRAY ROBINSON PA

862-693-7462

T-001

# N18000013278

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H18000357503 3)))



H18000357503ABC%

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations  
Fax Number : (850)617-6381

From:

Account Name : GRAYROBINSON, P.A. - ORLANDO  
Account Number : I20010000078  
Phone : (407)843-8880  
Fax Number : (407)244-5690

\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*

Email Address: ~~XXXXXXXXXX~~ jonathan.siege@gray-robinson.com

## FLORIDA PROFIT/NON PROFIT CORPORATION THE BIG FAT TIP, INC.

Certificate of Status	0
Certified Copy	1
Page Count	07
Estimated Charge	\$78.75

2018 DEC 20 PM 4:50  
SECRETARY OF STATE  
TALLAHASSEE, FL

FILED

Electronic Filing Menu

Corporate Filing Menu

Help

850-817-6381

12/19/2018 2:18:22 PM PAGE 1/001 Fax Server



December 19, 2018

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

GRAYROBINSON, P.A.

SUBJECT: THE BIG FAT TIP, INC.  
REF: W18000108851

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You must list at least one incorporator with a complete business street address.

Section 607.0120(5)(b), or 617.0120(5)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

If you have any further questions concerning your document, please call (850) 245-6050.

Laura A Wilson  
OPS  
Amendment Section

FAX Aud. #: H18000357503  
Letter Number: 718A00026040

FILED  
2018 DEC 20 PM 4:50  
SECRETARY OF STATE  
TALLAHASSEE, FL

(((H18000357503 3)))

**ARTICLES OF INCORPORATION  
OF  
THE BIG FAT TIP, INC., a Florida not-for-profit corporation**

The undersigned hereby presents these Articles of Incorporation for the formation of a Florida not for profit corporation pursuant to the Florida Not For Profit Corporation, Act as provided in Chapter 617 of the Florida Statutes.

**ARTICLE I.  
NAME**

The complete legal name of this Corporation shall be THE BIG FAT TIP, INC.

**ARTICLE II.  
PRINCIPAL OFFICE AND/OR MAILING ADDRESS**

The address of the principal office and mailing address of the Corporation is 4747 Highlands Place Drive, Lakeland, Florida 33813.

**ARTICLE III.  
DURATION**

The term of existence of the Corporation is perpetual. The corporate existence shall commence with the filing of these Articles of Incorporation.

**ARTICLE IV.  
PURPOSE**

The Corporation has not been formed for pecuniary profit or financial gain, and no part of the assets, income or profits of the Corporation are distributable to, or inures to the benefit of, its directors or officers; provided however, reasonable compensation as set by the Board of Directors may be paid for services rendered to or for the Corporation. No substantial part of the activities of the Corporation shall involve lobbying, or otherwise attempting, to influence legislation, and the Corporation shall not participate in, or intervene in any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles,

(((H18000357503 3)))

FILED  
20 DEC 20 PM 4:50  
CLERK OF STATE  
TALLAHASSEE, FL

(((H18000357503 3)))

the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

This Corporation is organized and is to operate exclusively not for profit for charitable and educational purposes and such other purposes as the Board of Directors shall deem appropriate and which is lawful under the Florida Not For Profit Corporation Act.

For such purposes, and operating without profit, and in the manner stated, the Corporation shall have the power to:

- A. Engage in any and all activities which may be deemed necessary or appropriate for the proper and successful attainment of the objects and purposes for which this Corporation was created.
- B. Solicit, accept, hold and administer contributions received by deed, gift, will, ordinance, statute or otherwise; to own, hold, operate and administer or dispose of real and personal property, both in this State and all other states, territories and dependencies of the United States and generally to do all things necessary and proper to accomplish the purposes herein stated and permitted to like non-profit corporations by law.
- C. Provided further, that:
  1. Assets or property held in trust for the Corporation or by the Corporation on

FILED  
2018 DEC 20 PM 4:50  
SECRETARY OF STATE  
TALLAHASSEE, FL

(((H18000357503 3)))

for its corporate purposes as herein stated shall be segregated and identified as being so held, and shall not be held without disclosure of the fiduciary capacity in which they are held.

2. The Corporation shall not engage in any transaction prohibited by Section 503(c) of the United States Internal Revenue Code as now enacted or as it may hereafter be amended.

3. The Corporation shall not apply accumulation of income in any manner which may subject it to denial of exemption as provided in Section 504 of the United States Internal Code as now enacted, or as it may hereafter be amended.

#### **ARTICLE V. BYLAWS**

Except as otherwise provided therein, the Bylaws of this Corporation shall be made, altered and rescinded by a majority vote of the Board of Directors voting at any regular Board of Directors meeting or at a special meeting called for that purpose.

#### **ARTICLE VI. BOARD OF DIRECTORS**

The affairs of this Corporation shall be managed by a Board of not less than three (3) voting Directors and by such other officers of the Corporation as the Corporation may hereafter see fit to name and designate as provided in the Bylaws. The number of Directors may be increased or decreased from time to time by the Bylaws of the Corporation, but shall never be less than three (3) voting members. The present Board of Directors shall consist of three (3) Directors hereinafter named:

(((H18000357503 3)))

FILED  
2018 DEC 20 PM 4:50  
CLERK OF STATE  
TALLAHASSEE, FL

(( (H18000357503 3) ))

Deedre Daniel  
4747 Highlands Place Drive  
Lakeland, Florida 33813

George Edward McCorkell  
1855 Stratford Park Place, #310  
Reston, VA 20190

Nicholas Kraus  
312 Old Stone Highway  
East Hampton NY 11937

The method of election of Directors shall be set forth in the Bylaws.

**ARTICLE VII.**  
**MEMBERSHIP**

The only members of the Corporation will be its Board of Directors.

**ARTICLE VIII.**  
**INITIAL REGISTERED OFFICE AND AGENT**

The address of the initial registered office of the Corporation is One Lake Morton Drive, Lakeland, Florida 33801, and the name of the Corporation's initial registered agent at that address is Jonathan G. Sieg, Esq.

**ARTICLE IX.**  
**AMENDMENTS**

Any amendments to these Articles of Incorporation shall be adopted in the manner set forth in the Bylaws.

**ARTICLE X.**  
**ADDITIONAL RESTRICTIONS**

Notwithstanding any other provision in the Articles, if this Corporation is deemed or determined to be a "Private Foundation" within the meaning of §509 of the Internal Revenue Code of 1986, as amended, then the Corporation shall be subject to the following limits and restrictions:

(( (H18000357503 3) ))

FILED  
2018 DEC 20 PM 4:50  
SECRETARY OF STATE  
TALLAHASSEE, FL

(((H18000357503 3)))

A. 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 Internal Revenue Code, or the corresponding section of any future federal tax code.

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

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

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

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

#### **ARTICLE XI. INDEMNIFICATION**

This Corporation shall indemnify the officer or director, or any former officer or director, to the fullest extent permitted by law.

#### **ARTICLE XII. DISSOLUTION**

In the event of the dissolution of this Corporation, any assets of said Corporation then remaining shall be distributed to such organizations as shall qualify under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

FILED  
2018 DEC 20 PM 4:50  
SECRETARY OF STATE  
TALLAHASSEE, FL

((H18000357503 3)))

**ARTICLE XIII.  
CHARITABLE PURPOSE**

This organization is organized exclusively for charitable purpose within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as hereafter amended.

**ARTICLE XIV.  
INCORPORATOR**

The name and street address of the Incorporator is:

Jonathan G. Sieg  
One Lake Morton Drive  
Lakeland, Florida 33801

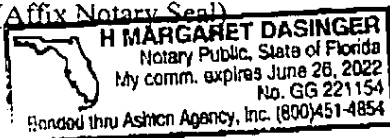
IN WITNESS WHEREOF, the undersigned Incorporator of the Corporation has executed these Articles of Incorporation this \_\_\_\_ day of \_\_\_\_\_, 2018.

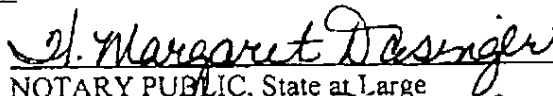
  
JONATHAN G. SIEG

STATE OF FLORIDA  
COUNTY OF POLK

THE FOREGOING INSTRUMENT was acknowledged before me this 20<sup>th</sup> day of December 2018, by JONATHAN G. SIEG, ESQ. on behalf of THE BIG FAT TIP, INC., a Florida not-for-profit corporation, who is ☒ personally known to me or who has ☐ produced \_\_\_\_ as identification.

(Affix Notary Seal)



  
NOTARY PUBLIC, State at Large  
H. Margaret Dasinger  
(Type or Print Name of Notary)  
My commission expires June 26, 2022

((H18000357503 3)))

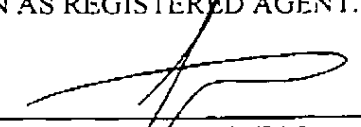
**FILED**  
2018 DEC 20 PM 4:50  
SECRETARY OF STATE  
TALLAHASSEE, FL

(((H18000357503 3)))

ACCEPTANCE OF REGISTERED AGENT

THE UNDERSIGNED, HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE FOREGOING ARTICLES OF INCORPORATION, HEREBY ACCEPTS THE APPOINTMENT AS SUCH REGISTERED AGENT AND AGREES TO ACT IN THIS CAPACITY. THE UNDERSIGNED FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL FLORIDA STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF THE UNDERSIGNED'S DUTIES. THE UNDERSIGNED FURTHER CERTIFIES THAT THE UNDERSIGNED IS FAMILIAR WITH AND ACCEPTS THE OBLIGATIONS OF SUCH POSITION AS REGISTERED AGENT.

SIGNATURE: \_\_\_\_\_

  
JONATHAN G. SIEG, ESQ.  
Registered AgentDate Signed: December 20, 2018

(((H18000357503 3)))

FILED

2018 DEC 20 PM 4:50

SECRETARY OF STATE  
TALLAHASSEE, FL