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Division of Corporations
For a Department of State
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FLORIDA PROFIT/NON PROFIT CORPORATION
BP Foundation, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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D O'KEEFE
FEB 15 2019

ARTICLES OF INCORPORATION

OF

BP FOUNDATION, INC.

For the purpose of forming a corporation under the Florida Not For Profit Corporation Act, Chapter 617 of the Florida Statutes, the undersigned executes the following Articles of Incorporation (the "Articles").

**ARTICLE I
NAME**

The name of the corporation shall be: BP Foundation, Inc., hereinafter referred to as the "corporation."

**ARTICLE II
ORGANIZATION AND EXISTENCE**

The corporation is created as a not for profit corporation under Chapter 617 of the Florida Statutes. The period of the corporation's existence is perpetual.

**ARTICLE III
PURPOSES**

The corporation is organized and shall be operated exclusively for religious, charitable, scientific, literary and educational purposes, limited to the exclusive purposes permitted for tax-exempt status under Code Section 501(c)(3), including receiving contributions and paying them over to other organizations organized and operated exclusively for one or more of the purposes specified herein which are exempt from taxation under Code Section 501(c)(3). No part of the net earnings of the corporation shall inure to the benefit of any private shareholder or individual and 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 or intervene in (including the publishing or distributing of statements) any political campaign on behalf of (or in opposition to) any candidate for public office.

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CORPORATION DIVISION



ARTICLE IV
PRINCIPAL OFFICE AND REGISTERED AGENT

4.1 The principal street address and mailing address of the corporation is:

4101 Gulf Shore Blvd. N PH 5
Naples, Florida 34103

4.2 The name and address of the registered agent is:

C T Corporation System
1200 South Pine Island Road
Plantation, Florida 33324

ARTICLE V
POWERS

The corporation shall have all powers conferred upon a not for profit corporation organized under Chapter 617 of the Florida Statutes and any successor provision thereto as now enacted or hereafter amended. Such powers shall be exercised only in fulfillment of the purposes of the corporation set forth herein.

ARTICLE VI
MEMBERS

The corporation shall not have members.

ARTICLE VII
BOARD OF DIRECTORS

The affairs of the corporation shall be managed by a board of directors. The method of electing directors of the corporation shall be stated in the bylaws of the corporation. The number of directors shall be fixed by the bylaws of the corporation, but the number of directors shall not be fewer than three.

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**ARTICLE VIII
DISSOLUTION**

Upon the dissolution of the corporation, any assets remaining after payment or provision for its debts and liabilities shall be distributed exclusively for public purposes to such governmental unit(s) described in Code Section 170(c)(1), or to such organization(s) that are exempt from taxation under Code Section 501(c)(3) and described in Code Sections 509(a)(1) or 509(a)(2), as may be designated by the corporation's Board of Directors.

**ARTICLE IX
DISTRIBUTIONS**

The corporation may make distributions or other payments that are not prohibited under Sections 617.1301, 617.1302, and 617.0505 of the Florida Statutes to the extent consistent with the corporation's purposes as set out in Article III hereof.

**ARTICLE X
TAX STATUS**

It is intended that the corporation shall have the status of an organization (i) which is exempt from federal income tax under Code Section 501(c)(3); (ii) to which contributions are deductible for federal income tax purposes under Code Section 170(c)(2); (iii) to which bequests are deductible for federal estate tax purposes under Code Section 2055(a)(2); and (iv) to which gifts are deductible for federal gift tax purposes under Code Section 2522(a)(2). These Articles shall be construed, and all authority and activities of the corporation shall be limited, accordingly.

During any period the corporation is a private foundation, as described in Code Section 509(a) no action shall be required or permitted to be taken under these Articles that would result in the imposition of federal tax under Code Sections 4941 through 4945.

**ARTICLE X
AMENDMENT**

These Articles may be amended or repealed by the board of directors as provided in Chapter 617 of the Florida Statutes, as may be amended from time to time.

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**ARTICLE XI
CODE REFERENCES**

All references herein to sections of the "Code" shall be considered to be references to the Internal Revenue Code of 1986, as from time to time amended, to the corresponding provisions of any similar revenue law subsequently enacted, and to all regulations issued under such sections and provisions.

**ARTICLE XI
INCORPORATOR**

The name and address of the incorporator is:

G&K Wisconsin Services, LLC
833 East Michigan Street, Suite 1800
Milwaukee, Wisconsin 53202

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.

C T CORPORATION SYSTEM

By: James M. Halpin
Name: James M. Halpin
Title: Assistant Secretary

Date: 2/11/19

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

G&K WISCONSIN SERVICES, LLC, Incorporator

By: James Phillips
James Phillips, Assistant Secretary

Date: 2/11/19

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