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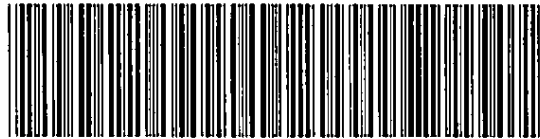
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19 MAY 28 3:11:28
TALLAHASSEE, FLORIDA

N CULLIGAN

JUN 7 2019

COVER LETTER

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

SUBJECT: Kiwanis Club of Venice Florida 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: Robert L. Moore
Name (Printed or typed)

409 Kunze Rd.
Address

Venice FL 34292
City, State & Zip

941.483.1403
Daytime Telephone number

rlm@kmdpa.com
E-mail address: (to be used for future annual report notification)

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

FILED

19 MAY 28 11:28

SECRET
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

KIWANIS CLUB OF VENICE FLORIDA FOUNDATION, INC.

The undersigned incorporators, who are individuals 18 years of age or older, a majority of whom are citizens of the United States and pursuant to the nonprofit corporation laws of this state, hereby adopt the following Articles of Incorporation.

ARTICLE I. NAME

The name of this corporation shall be the Kiwanis Club of Venice Florida Foundation, Inc.

ARTICLE II. REGISTERED OFFICE

The principal office for this corporation shall be 409 Kunze Road, Venice, Florida 34292.

ARTICLE III. REGISTERED AGENT

The name and address of the registered agent is: Robert L. Moore, 409 Kunze Road, Venice, Florida 33492.

ARTICLE IV. DURATION

This corporation shall exist in perpetuity.

ARTICLE V. PURPOSE

This corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

This instrument prepared by:

ROBERT L. MOORE
409 Kunze Rd.
Venice, FL 34292
941-483-1403

ARTICLE VI. INITIAL DIRECTORS

The number of directors and the method of selecting them shall be fixed by the bylaws of this corporation. The initial directors are:

- *Robert L. Moore, 409 Kunze Road, Venice, Florida 34292, President.*
- *Beverly J. Miller, 1217 Gayle Avenue, Nokomis, Florida 34275; Vice President and Treasurer,*
- *Joan L. Maison, 1386 Still River Drive, Venice, Florida 34293; Secretary.*
- *Linda L. Coble, 3861 Portair Avenue, North Port, Florida 34286; Director.*

ARTICLE VII. INCORPORATORS

The name and address of the incorporators of this corporation are:

- *Robert L. Moore, 409 Kunze Road, Venice, Florida 34292, President.*
- *Beverly J. Miller, 1217 Gayle Avenue, Nokomis, Florida 34275; Vice President and Treasurer,*
- *Joan L. Maison, 1386 Still River Drive, Venice, Florida 34293; Secretary.*
- *Linda L. Coble, 3861 Portair Avenue, North Port, Florida 34286; Director.*

ARTICLE VIII. MEMBERS

All members, officers, directors, and trustees of the foundation shall be active members of with which the foundation is associated.

The classes, rights, privileges, qualifications, and obligations of members of this corporation shall be fixed by the bylaws of this corporation.

ARTICLE IX. COMPLIANCE WITH IRS

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE X. PRIVATE BENEFIT PROHIBITION

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these Articles.

ARTICLE XI. POLITICAL ACTIVITIES

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 or in opposition to any candidate for public office.

ARTICLE XII. LIABILITY

No member, officer, or director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, officers, or directors be subject to the payment of the debts or obligations of this corporation.

ARTICLE XIII. DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed by the last board of directors for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue 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. Assets can continue the club foundation's mission if transferred to the Kiwanis International Foundation/Kiwanis Children's Fund or to a Kiwanis district foundation. Any 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 XIV. AMENDMENTS

These Articles may be amended at any meeting of the membership of the corporation at which a quorum is present by affirmative vote of two-thirds (2/3) of the members present and voting, provided at least 14 days previous notice of the meeting and each proposed amendment has been given to all members of the corporation. There shall be no voting by proxy or absentee ballot. No amendments to these Articles shall be effective without the consent of Kiwanis International.

ADOPTION

IN WITNESS WHEREOF, we the undersigned, being the Incorporators of the Kiwanis Club of Venice Florida Foundation, Inc., have executed these Articles of Incorporation on May 20, 2019

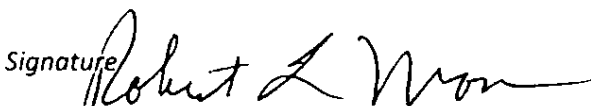
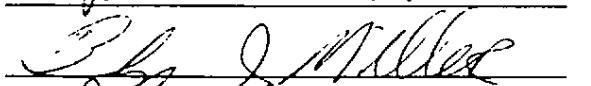
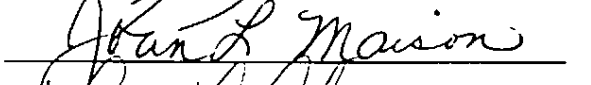

Printed Name
Robert L. Moore

Signature

Beverly J. Miller

Joan L. Maison

Linda L Coble

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN
THESE ARTICLES OF INCORPORATION, I HEREBY ACCEPT THE APPOINTMENT AS
REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER
AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE
PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR
WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



Registered Agent

DATE: 5/21/19

FILED

19 MAY 28 PM 11:29

SECRET
MAY 28 2019