

**N 1900010932**

Florida Department of  
Division of Corporations  
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To:

Division of Corporations  
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From:

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Account Number : I20010000202  
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Email Address: corporation@nhslaw.com

**FLORIDA PROFIT/NON PROFIT CORPORATION  
BE IN McCORMACK FOUNDATION**

|                       |         |
|-----------------------|---------|
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**OCT 17 2019**

**T. SCOTT**

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October 16, 2019

FLORIDA DEPARTMENT OF STATE

Division of Corporations

NORTON, HAMMERSLEY, LOPEZ & SKOKOS, P.A.

SUBJECT: BE IN MCCORMACK FOUNDATION  
REF: W19000091943

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.

The name must contain a word that will clearly indicate that it is a corporation. This word may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

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

DANIEL L O'KEEFE  
Regulatory Specialist II

FAX Aud. #: H19000306251  
Letter Number: 519A00021334

P.O BOX 6327 - Tallahassee, Florida 32314

**ARTICLES OF INCORPORATION**  
In compliance with Chapter 617, F.S., (Not for Profit)

**ARTICLE I NAME**

The name of the corporation shall be: BE IN McCormack Foundation, Inc.

**ARTICLE II PRINCIPAL OFFICE**

Principal street address:  
12140 Blue Cypress Court

Wellington, FL 33414

Mailing address, if different is:

**ARTICLE III PURPOSE**

The purpose for which the corporation is organized is: See attached.

**ARTICLE IV MANNER OF ELECTION** The manner in which the directors are elected and appointed: Each Director shall  
hold office for a term of one (1) year and until his or her successor is duly elected and qualified. Directors shall be elected  
at each Annual Meeting of Members, or if such meeting is not held or Directors are not elected thereat, at a special meeting  
of Members called for that purpose.

**ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS**

|                 |   |                 |   |
|-----------------|---|-----------------|---|
| Name and Title: | <u>Helen E. McCormack, President/Director</u> | Name and Title: | <u>Denise M. Penz, Secretary/Director</u> |
| Address         | <u>12140 Blue Cypress Court</u>               | Address:        | <u>4840 Higbee Ave NW, Ste 4840</u>       |
|                 | <u>Wellington, FL 33414</u>                   |                 | <u>Canton, OH 44718</u>                   |

|                 |                                       |                 |   |
|-----------------|---------------------------------------|-----------------|---|
| Name and Title: | <u>Mary E. McCormack, VP/Director</u> | Name and Title: | <u>Byron E. Shinn, Treasurer/Director</u> |
| Address         | <u>12260 Sunnydale Drive</u>          | Address:        | <u>1001 3rd Ave West, Ste 500</u>         |
|                 | <u>Wellington, FL 33414</u>           |                 | <u>Bradenton, FL 34205</u>                |

|                 |                                       |                 |         |
|-----------------|---------------------------------------|-----------------|---------|
| Name and Title: | <u>Drew Peters, Director</u>          | Name and Title: | <u></u> |
| Address         | <u>1924 South Osprey Ave, Ste 202</u> | Address:        | <u></u> |
|                 | <u>Sarasota, FL 34239</u>             |                 | <u></u> |

Name and Title: \_\_\_\_\_ Name and Title: \_\_\_\_\_  
Address: \_\_\_\_\_ Address: \_\_\_\_\_  
\_\_\_\_\_  
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Name and Title: \_\_\_\_\_ Name and Title: \_\_\_\_\_  
Address: \_\_\_\_\_ Address: \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**ARTICLE VI REGISTERED AGENT**

The **name and Florida street address** (P.O. Box NOT acceptable) of the registered agent is:

Name: Daniel L. Tullidge  
Address: 1819 Main Street, Suite 610  
Sarasota, FL 34236

**ARTICLE VII INCORPORATOR**

The **name and address** of the Incorporator is:

Name: Daniel L. Tullidge  
Address: 1819 Main St, Ste 610  
Sarasota, Florida 34236

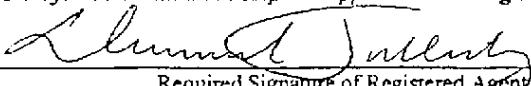
**ARTICLE VIII EFFECTIVE DATE:**

Effective date, if other than the date of filing: \_\_\_\_\_ (OPTIONAL)

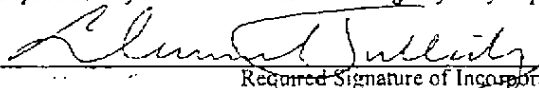
(If an effective date is listed, the date must be specific and cannot be more than five days prior or 90 days after the filing.)

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

*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*

 10-15-19  
Required Signature of Registered Agent Date

*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.*

 10-15-19  
Required Signature of Incorporator Date

Attachment to the Articles of Incorporation for  
BE IN McCormack Foundation, Inc.

Article III: Purpose for which corporation is formed

3.1 Any provision of these Articles of Incorporation to the contrary notwithstanding, the Corporation shall not have any purpose or object, nor have or exercise any power, nor engage in any activity, which in any way contravenes, or is in conflict with, the other provisions of Section 3 of these Articles of Incorporation.

3.2 The objects and purposes of the Corporation, and the powers it shall have and may exercise, are as follows:

(a) As general and controlling purposes, to conduct and carry on its work, not for profit, but exclusively for charitable, scientific or education purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended ("Code") (references herein to sections or provisions of the Code shall be deemed to include and refer to, to the extent applicable, any similar sections or provisions of any subsequent Federal tax laws), in such manner (i) that no part of its income or property shall inure to the private benefit of any donor, director or individual having a personal or private interest in the activities of the Corporation, except as reasonable compensation for services actually rendered, (ii) that it shall not directly or indirectly participate in or intervene in any political campaign on behalf of any candidate for public office, and (iii) that no substantial part of its activities shall be carrying on propaganda or otherwise attempting to influence legislation.

(b) As a particular purpose in furtherance of, consistent with, and subject to, the general and controlling purposes set forth in Section (2)(a) of this Section 3, to organize, promote, foster, assist (whether financially or otherwise) and conduct such charitable, scientific, and educational enterprises, activities and institutions as from time to time may be determined, selected or decided upon by the Corporation's Board of Directors consistent with the purposes stated above.

(c) In furtherance of, and at all times subject to, the aforesaid purposes, enterprises, activities and projects:

(1) To give, donate and contribute to any of the activities the Corporation may elect to sponsor, or in furtherance of any of the aforesaid purposes for which the Corporation is organized, such money or property, or both, as the Corporation's Board of Directors may from time to time determine.

(2) To do any and all things which the Corporation's Board of Directors may determine, consistent with the provisions hereof, to be necessary or appropriate to effectuate the purposes for which the Corporation is organized as herein set forth, to the extent that the doing of such act or thing is not inconsistent with the provisions of Chapter 617 of the Florida Statutes, or any other applicable law or statute of the State of Florida, or section 501(c)(3) of the Code.

Attachment to the Articles of Incorporation for  
BE IN McCormack Foundation, Inc.

3.3 Notwithstanding any other provision of these Articles of Incorporation, if at any time, the Corporation shall be determined to be a private foundation or private operating foundation as defined in section 509 or section 4942 of the Code, then:

(a) The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Code.

(b) The Corporation shall not engage in any act of self-dealing as defined in section 4941(d) of the Code.

(c) The Corporation shall not purchase nor retain any excess business holdings as defined in section 4943(c) of the Code.

(d) The Corporation shall not make any investments in such manner as to subject it to tax under section 4944 of the Code.

(e) The Corporation shall not make any taxable expenditures as defined in section 4945(d) of the Code.

3.4 If, at any time, the Corporation dissolves, the assets of the Corporation shall be applied and distributed as follows:

(a) All liabilities and obligations of the Corporation shall be paid and discharged, or adequate provision shall be made therefor.

(b) Assets that have been received and are held by the Corporation subject to limitations permitting their use only for charitable, scientific, literary, religious, educational or similar purposes shall be transferred or conveyed to (i) one or more corporations, societies or organizations organized under the laws of any state that are exempt under section 501(c)(3) of the Code, (ii) the Federal government or (iii) a state or local government, for a public purpose, pursuant to a plan of distribution adopted as provided by law.

(c) Other assets, if any, shall be transferred or conveyed to (i) one or more corporations, societies, organizations organized under the laws of any state that are exempt under section 501(c)(3) of the Code, (ii) the Federal government, or (iii) a state or local government, for a public purpose, pursuant to a plan of distribution adopted as provided by law.

(d) Any assets not disposed of pursuant to the previous provisions of this Section 3.4 shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Corporation is then located to such organizations, as the court shall determine, which are organized and operated exclusively for charitable purposes and are exempt under section 501(c)(3) of the Code.