

Division of Corporations

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## Florida Department of State

Division of Corporations  
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**FLORIDA PROFIT/NON PROFIT CORPORATION  
ST. NICHOLAS LEGACY FOUNDATION, INC.**

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| Certificate of Status | 0       |
| Certified Copy        | 0       |
| Page Count            | 04      |
| Estimated Charge      | \$70.00 |

**ARTICLES OF INCORPORATION  
OF THE  
ST. NICHOLAS LEGACY FOUNDATION, Inc.**

**I.**

The name of the corporation is the ST. NICHOLAS LEGACY FOUNDATION, INC.

**II.**

The corporation is organized pursuant to the provisions of the Florida Nonprofit Corporation Code and is a Private Grant Making Foundation as defined by the IRS.

**III.**

The corporation shall have perpetual duration.

**IV.**

The corporation is organized as a Private Non-Operating/Grant Making Foundation under section 501(c)3 of the Internal Revenue Code. The corporation shall have the power to do everything necessary, proper, advisable or convenient for the purposes for which it was established provided the same is not forbidden by the laws of the State of Florida.

**V.**

The affairs of the corporation shall be managed by a Board of Directors. Personal liability of all directors to the corporation for monetary damages for breach of duty of care or other duty as a director is hereby eliminated to the extent allowed by the Florida Non-Profit Corporate Code or any successor statute.

The number and method of electing the members of the Board of Directors shall be determined by the By-Laws of the corporation.

The initial Board of Directors shall consist of twelve members named herein:

George P. Stamas, Chairman  
Charles Samarkos, Secretary  
Mike Kouremetis, Treasurer  
Anna Billiris  
Fr. Athanasios Haros  
Karen Koullas  
Valantis Kouros  
Nikitas Marlas  
Louis N. Pappas

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James Shoemaker  
Costas Sisols  
George Zites

#### VI:

The corporation is not organized and shall not be operated for pecuniary gain or profit. No part of the property of the corporation and no part of its net earnings shall inure to the benefit of or be distributable to any director, or other private individual. The corporation shall never be authorized to engage in any regular business of a kind ordinarily carried on for profit or in any other activity except in furtherance of the purposes stated above for which the corporation is organized. No substantial part of the activities of the corporation shall consist of attempting to influence legislation by propaganda or otherwise. The corporation shall not participate or intervene in any political campaign or on behalf of or in opposition to any candidate for public office.

In the event of the dissolution of the corporation, to the extent allowed under applicable law, after all lawful debts and liabilities of the corporation have been paid all the assets of the corporation shall be distributed to, or its assets shall be sold and the proceeds distributed to, the St. Nicholas Greek Orthodox Cathedral of Tarpon Springs, a Florida non-profit corporation incorporated on January 9, 1981, or its successor which shall at the time qualify as exempt from taxation under the provisions of §501(c)(3) of the Tax Code.

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 Tax Code; or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Tax Code.

#### VII:

The corporation shall have no members.

#### VIII:

The initial registered office of the corporation shall be 911 Chestnut Street, Clearwater, Florida 33756; and the initial registered agent at such address is Charles Samarkos.

#### IX

The names and addresses of the incorporators are: George Stamas, Chairman, located at 48 W. Lemon Street, Tarpon Springs, Florida 34689, and Charles Samarkos, Secretary, located at 911 Chestnut Street, Clearwater, Florida 33756.

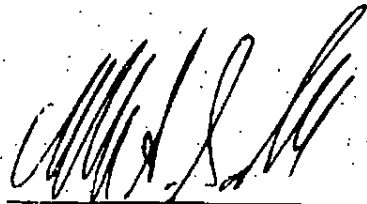
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The mailing address of the initial principal office of the corporation is 811 Chestnut Street, Clearwater, Florida 33758.

IN WITNESS WHEREOF, the undersigned incorporators have signed these Articles of Incorporation, This 5th day of December, 2019:



George Stamas, Incorporator



Charles Samarkos, Incorporator

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