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(Requestor's Name)

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(City/State/Zip/Phone #)

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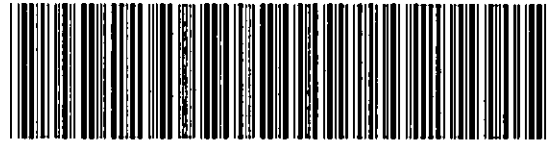
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MUMMERT &
STARLING, PLLC

December 18, 2019

Via Federal Express:

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: STEPHEN & BEBE SAKS FAMILY FOUNDATION, INC.

Dear Madam:

Enclosed herewith, for filing, is the original and one copy of the Articles of Incorporation for the above named not-for-profit corporation, together with our check to your order in the sum of \$70.00 representing the filing fee.

Please process the enclosed Articles and return the stamped copy of the Articles, with the Certificate of Incorporation, to the undersigned in the envelope provided.

Thank you for your attention to this matter.

Sincerely,

A handwritten signature in black ink, appearing to read 'P. Starling', is written over a horizontal line.

Peter M. Starling

Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FL

ARTICLES OF INCORPORATION
OF
STEPHEN & BEBE SAKS FAMILY FOUNDATION, INC.

ARTICLE I
NAME AND ADDRESS

The name of this Corporation is STEPHEN & BEBE SAKS FAMILY FOUNDATION, INC., and its principal address and mailing address is 3292 Atlantic Circle, Naples, Florida 34119, and its mailing address is 3292 Atlantic Circle, Naples, Florida 34119.

ARTICLE II
DURATION

This Corporation shall exist perpetually commencing on the date of execution of these Articles of Incorporation.

ARTICLE III
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. Solely for the above purposes and without otherwise limiting its powers, the Corporation may exercise all rights and powers conferred by the laws of the State of Florida upon Not For Profit Corporations.

ARTICLE IV
MANNER OF ELECTION

The manner in which the directors are elected and approved is as stated in the By-laws.

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ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 1152 N. Goodlette Frank Road, Naples, Florida 34102 and the name of the initial registered agent of this Corporation at that address is Peter M. Starling, Esq.

ARTICLE VI
INITIAL OFFICERS / DIRECTORS

This Corporation shall have three directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than three. The name and address of the initial directors of this Corporation are:

PRESIDENT / DIRECTOR

Stephen Saks
9341 Rapallo Street
Naples, Florida 34119

VICE PRESIDENT / DIRECTOR

Bernice Saks
9341 Rapallo Street
Naples, Florida 34119

SECRETARY & TREASURER / DIRECTOR

Carole Saks
3292 Atlantic Circle
Naples, Florida 34119

DIRECTOR

Lawrence Saks
4633 Merganser Court
Naples, Florida 34119

DIRECTOR

Claudio Brykman
2425 SW 22nd Street, Apt. 305
Coral Gables, Florida 33145

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ARTICLE VII
INCORPORATOR

The name and address of the person signing these Articles is:

Stephen Saks
9341 Rapallo Street
Naples, Florida 34119

ARTICLE VIII
SUPPLEMENTAL PROVISIONS

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its Officers or Directors, 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 Article III hereof. No Officer or Director of the Corporation, or any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

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.

Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any other activities not permitted to be conducted or 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.

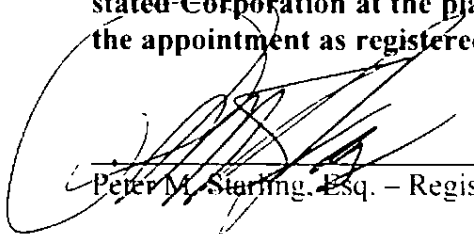
Upon the dissolution of the Corporation or the winding up of its affairs, the Board of Directors shall, after making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner or to such organizations which are 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. Any such 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.

Pursuant to the provisions of Section 508(c) of the Internal Revenue Code, the Corporation shall (a) distribute its income for each taxable year at such time and in such manner as not to subject the Corporation to tax under Section 4842 of the Internal Revenue Code, (b) not engage in any act of self-dealing within the meaning of Section 4941(d) of the Internal Revenue Code, (c) not retain any excess business holdings as defined in Section 4943 of the Internal Revenue Code, (d) not make any investments in such manner as to subject the Corporation to tax under Section 4944 of the Internal Revenue Code, and (e) not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

ARTICLE IX
EFFECTIVE DATE

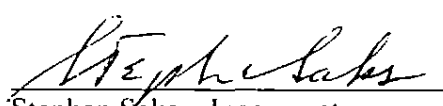
The effective date of these Articles of Incorporation is as of December 18, 2019.

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.


Peter M. Starling, Esq. – Registered Agent

12/18/19
Date

I submit this document and affirm that the fact 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 Section 817.155, Florida Statutes.


Stephen Saks – Incorporator

12/18/19
Date

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