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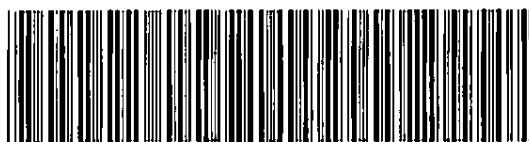
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WALTERS LEVINE LOZANO & DeGRAVE

A T T O R N E Y S A T L A W
S A R A S O T A • T A M P A • C H I C A G O

ALAN F. GONZALEZ, LL.M.

agonzalez@walterslevine.com
www.walterslevine.com

601 BAYSHORE BOULEVARD
SUITE 720
TAMPA, FLORIDA 33606
(813) 295-6925 DIRECT
(813) 254-7474
(813) 254-7341 FAX

February 13, 2020

VIA FED EX

Department of State
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Re: File No. 3529-1: The Charlotte & Stephanie Bolianee Foundation, Inc.
A Florida Not for Profit Corporation; Our File No. 3529-1

Gentlemen:

Enclosed herewith are the following:

1. Cover letter for above entity to be formed
2. Original Articles of Incorporation
3. Copy of Articles of Incorporation
4. Check of this office for \$78.75 representing the filing fee and Certificate of Status fee for a non-profit corporation.

If you have any questions, please call my office at the above direct number. Thank you.

Very truly yours,

WALTERS LEVINE LOZANO & DeGRAVE



Alan F. Gonzalez, LL.M.

AFG:cmn
Enclosures

cc: Charles J. Goldman, Trustee/Incorporator

2020 FEB 14 PM 3:53
SECRETARY OF STATE
TALLAHASSEE, FL

FILED

COVER LETTER

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

SUBJECT: THE CHARLOTTE & STEPHANIE BOLIANCE 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: Alan F. Gonzalez, Esquire
Name (Printed or typed)

601 Bayshore Boulevard, Suite 720
Address

Tampa, FL 33606
City, State & Zip

813-295-6925
Daytime Telephone number

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

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

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SECRETARY OF STATE
TALLAHASSEE, FL

**ARTICLES OF INCORPORATION
OF
THE CHARLOTTE & STEPHANIE BOLIANCE FOUNDATION INC.,
a Florida Not for Profit Corporation**

The undersigned subscribing incorporating member, **CHARLES J. GOLDMAN**, to these Articles of Incorporation, who is a citizen of the United States of America and resident of the State of Florida, and who is a natural person competent to contract, does hereby form a not-for-profit corporation captioned **"THE CHARLOTTE & STEPHANIE BOLIANCE FOUNDATION INC."** (sometimes called the "Corporation" herein) under the corporate not-for-profit laws of the State of Florida as set forth in Chapter 617, Florida Statutes.

**ARTICLE I
Corporation Name**

The name of the Corporation shall be:

THE CHARLOTTE & STEPHANIE BOLIANCE FOUNDATION INC.

**ARTICLE II
Duration of Corporation**

The duration of the Corporation shall not be less than 3 years nor more than 5 years.

**ARTICLE III
Corporation's Charitable Purpose**

The purposes of the Corporation are as follows:

A. This Corporation is a not-for-profit corporation organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person but is organized and operated exclusively for charitable, literary and educational purposes that shall qualify the Corporation as a tax exempt entity for federal income tax purposes as required by Internal Revenue Code §501(c)(3) and the Treasury Regulations promulgated in accordance with said statute.

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TALLAHASSEE, FL

The specific charitable objectives to be accomplished by the organization and operation of this Corporation shall be for the following charitable purposes:

1. **General Charitable Purpose:** To establish, support and maintain a non-profit Florida corporation for the charitable purposes stated herein which are in compliance with the provisions of Internal Revenue Code §501(c)(3).
2. **Our Mission:** The Corporation's charitable mission shall be make charitable donations as a private foundation to qualified charitable beneficiaries as identified below that are consistent with the parameters of Internal Revenue Code §501(c)(3) as follows:

(a) One Hundred Per Cent (100%) of the Corporation's assets consisting of Sixty Percent (60%) of the assets of Stephanie Sue Ann Tsakis Revocable Living Trust dated December 22, 2016 and first amended March 27, 2019 after all expenses and fees shall be used to make annual grants to Habitat for Humanity in amounts solely determined by **CHARLES J. GOLDMAN**, as the Corporation's President and Trustee which annual discretionary distributions shall be made in not less than 3 consecutive years and in not more than 5 consecutive years from the date of the formation of this private foundation. These annual distributions shall be limited for use of projects that are geographically situated in the United States of America.

(b) After the final distributions of all remaining Corporation assets are completed to Habitat for Humanity as indicated above and after all of the Corporation's operating expenses are paid in full, then in such event, the Corporation shall be dissolved and terminated.

B. To exercise all rights and powers conferred by the laws of the State of Florida upon non-profit corporations in accordance with Chapter 617, Florida Statutes.

C. Provided, however, that the Corporation shall not engage in any action which is not permitted to be carried on by non-profit corporations under the Internal Revenue Code §501(c)(3), or otherwise, and no part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, Directors/Trustees, trustees or officers, or other private persons, but the Corporation shall be authorized and empowered to pay reasonable compensation to these people for services rendered, and to make payments and distributions in furtherance of its stated purpose. 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, the Corporation shall not carry on any other activities not permitted to be carried by:

(a) 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) a corporation, contributions to which are not deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

D. The Corporation will distribute its income for each tax year at a time and in a manner as to not become subject to the tax on undistributed income imposed by §4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

E. The Corporation will not engage in any act of self-dealing as defined in §4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

F. The Corporation will not retain any excess business holdings as defined in §4943(c) of the Internal Revenue Code, or the corresponding section of any future tax code.

G. The Corporation will not make any investments in a manner as to subject it to tax under §4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

H. The Corporation will not make any taxable expenditures as defined in §4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IV Dissolution

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of §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. 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.

ARTICLE V Members

The Corporation shall have Voting Members, who shall be elected (and may be removed) by the Board of Directors/Trustees, and who shall have all the rights and privileges of the members of the Corporation.

The Bylaws may provide for Non-Voting Members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the Bylaws, but who shall not have the right to vote. The name and address of each initial Voting Member is as follows:

<u>Name</u>	<u>Address</u>
CHARLES J. GOLDMAN	601 S. Federal Highway, Hollywood, FL 33020

ARTICLE VI

Initial Registered Agent, Principal Office and Mailing Address

The initial registered agent is **CHARLES J. GOLDMAN** and the initial registered office is: 601 S. Federal Highway, Hollywood, FL 33020.

The initial principal office and mailing address of the Corporation is: 601 S. Federal Highway, Hollywood, FL 33020.

ARTICLE VII

Initial Board of Director/Trustees/Trustees/Trustees

The initial Board of Director/Trustees/Trustees/Trustees shall have four members whose names and addresses are:

<u>Name</u>	<u>Address</u>
CHARLES J. GOLDMAN	601 S. Federal Highway, Hollywood, FL 33020

The Board of Directors/Trustees of this Corporation shall consist of not less than one (1) nor more than three (3) members, the exact number of Directors/Trustees to be fixed from time to time by the members or the Bylaws. The business and affairs of this Corporation shall be managed by the Board of Directors/Trustees (Directors are also called "Trustees"), who shall be elected as provided in the Bylaws and who may exercise all such powers of this Corporation and

do all such lawful acts and things as are not by law directed or required to be exercised or done only by the members.

A quorum for the transaction of business at meetings of the Directors/Trustees shall be a majority of the number of Directors/Trustees determined from time to time to comprise the Board of Directors/Trustees and the act of a majority of the Directors/Trustees present at a meeting at which a quorum is present shall be the act of the Directors/Trustees. Subject to the Bylaws of this Corporation, meetings of the Directors/Trustees may be held within or without the State of Florida. Directors/Trustees need not be members.

The members of this corporation may remove by unanimous vote any Director/Trustee from office at any time with or without cause. Directors/Trustees shall serve in office until the Director/Trustee resigns or is removed from office by a majority vote of all other Director/Trustees/Trustees.

ARTICLE VIII Officers

The officers of the Corporation shall consist of a President. Other officers may be provided for in the Bylaws. Each officer shall be elected by the Board of Directors/Trustees (and may be removed by the Board of Directors/Trustees) at such time and in such manner as may be prescribed by the Bylaws.

The name and address of each initial officer of the Corporation is as follows:

<u>Title</u>	<u>Name</u>	<u>Address</u>
President:	CHARLES J. GOLDMAN	601 S. Federal Highway, Hollywood, FL 33020

ARTICLE IX Incorporators

The names and addresses of the incorporators of this Corporation are as follows:

Name

Address

CHARLES J. GOLDMAN

601 S. Federal Highway, Hollywood, FL 33020

**ARTICLE X
Nonstock basis**

The Corporation is organized as a charitable private foundation pursuant to §501(c)(3) of the Internal Revenue Code on a nonstock basis within the meaning of the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes, and shall not have the power to issue shares of any type or class of stock, but may issue membership certificates if so provided in the Bylaws.

**ARTICLE XI
Bylaws**

A. The power to adopt the Bylaws of this Corporation, to alter, amend or repeal the Bylaws, or to adopt new Bylaws, shall be vested in the Board of Directors/Trustees of this Corporation; provided, however, that any bylaw or amendment thereto as adopted by the Board of Directors/Trustees may be may be altered, amended or repealed by vote of the members entitled to vote thereon, or a new bylaw in lieu thereof may be adopted by the members, and the members may prescribe in any bylaw made by them that such bylaw shall not be altered, amended or repealed by the Board of Directors/Trustees.

B. The Bylaws of this Corporation shall be for the government of this Corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of this Corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation, or contrary to the laws of the State of Florida or of the United States.

ARTICLE XII
Amendment of Articles of Incorporation

These Articles may be amended by resolution adopted by the majority vote of the Board of Directors/Trustees of this Corporation present at any meeting duly called and convened; provided, however, that unless ten days' advance notice of the amendment or amendments to be considered at such meeting shall have been given in writing by mail to each Director/Trustee prior to such meeting, or such notice shall have be waived in writing, these Articles may be amended only by resolution adopted by two-thirds (2/3) vote of the Directors/Trustees present at such meeting.

IN WITNESS WHEREOF, the undersigned subscribing incorporating members have hereunto set their hands and seals to these Articles of Incorporation on this 10 day of

February, 2020.



CHARLES J. GOLDMAN
Incorporator & Member

I, **CHARLES J. GOLDMAN**, hereby am familiar with the obligations and accept, the duties and responsibilities as Registered Agent for **THE CHARLOTTE & STEPHANIE BOLIANCE FOUNDATION INC., INC.**, a Florida not-for-profit corporation.



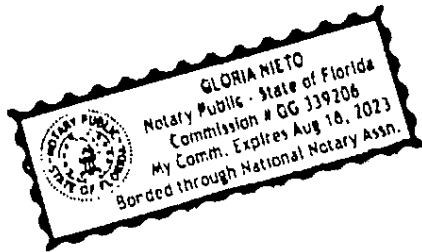
CHARLES J. GOLDMAN
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FL

STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was subscribed to before me on this 10 day of February, 2020, by **CHARLES J. GOLDMAN**, who is personally known to me or who has produced Korbyn as identification.



Gloria Nieto
NOTARY PUBLIC

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