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1. **THE BUILDING DREAMS FOUNDATION, INC.**

(CORPORATE NAME AND DOCUMENT #)

2. _____
(CORPORATE NAME AND DOCUMENT #)

3. _____
(CORPORATE NAME AND DOCUMENT #)

4. _____
(CORPORATE NAME AND DOCUMENT #)

5. _____
(CORPORATE NAME AND DOCUMENT #)

6. _____
(CORPORATE NAME AND DOCUMENT #)

**SPECIAL
INSTRUCTIONS:**

**ARTICLES OF INCORPORATION
OF
THE BUILDING DREAMS FOUNDATION, INC.
(a Florida Corporation Not for Profit)**

The undersigned Incorporator hereby forms a not for profit corporation under Chapter 617, Florida Statutes:

**ARTICLE I
CORPORATE NAME**

The name of this Corporation is:

The Building Dreams Foundation, Inc.

**ARTICLE II
PRINCIPAL OFFICE OF CORPORATION**

The principal office of this Corporation is:

9130 Galleria Court, Unit 204
Naples, FL 34109

**ARTICLE III
PURPOSE**

The Corporation is organized exclusively for charitable religious, educational and scientific purposes. In particular, it is the intent and purpose of the Corporation to support charitable programs that improve the lives of underprivileged families through affordable housing and education.

**ARTICLE IV
PRIVATE FOUNDATION**

The Corporation shall operate as a private foundation pursuant to Section 509 of the Internal Revenue Code (or the corresponding section of any future federal tax code). Accordingly, the Foundation shall adhere to Sections 4940 through 4945 of the Internal Revenue Code, as applicable to private foundations:

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- (a) The Corporation shall distribute its income for each tax year at a time and manner as not to become subject to the excise tax on undistributed income imposed by Section 4942 of the Internal Revenue Code, or the corresponding section of a future federal tax code.
- (b) Pursuant to Section 4941(d) of the Internal Revenue Code, or the corresponding section of a future federal tax code, the Corporation shall not participate directly or indirectly in "self-dealing".
- (c) The Corporation shall not retain any "excess business holdings" as defined in Section 4943(c) of the Internal Revenue Code, or the corresponding section of a future federal tax code.
- (d) The Corporation shall not make financial investments that would jeopardize the carrying out of its exempt purposes, within the meaning of Section 4944 of the Internal Revenue Code, or the corresponding section of a future federal tax code, that would give rise to liability for the tax imposed by Section 4945(a).
- (e) The Corporation may not make a "taxable expenditure" as defined in Section 4945(d) of the Internal Revenue Code, or the corresponding section of a future federal tax code, that would give rise to liability for the tax imposed by Section 4945(a).

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, directors, 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 above. 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 opposition to, any candidate for public office.

Notwithstanding any other provisions herein, the Corporation shall not carry on any activities not permitted to be carried on:

- (a) By an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or
- (b) By an organization, contributions to which are deductible under Sections 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

The Corporation shall not be operated for profit.

ARTICLE V
POWERS

In order to promote the purposes of this Corporation, the Corporation may acquire property by grant, donations, gift, purchase, devise or bequest, and hold and dispose of such property as the Corporation shall require for the benefit of the members and not for pecuniary profit.

ARTICLE VI
QUALIFICATION OF MEMBERS

The membership of this Corporation shall constitute all persons hereinafter named as directors and such other persons as, from time to time hereafter, may become members, in the manner provided in the Bylaws.

ARTICLE VII
TERMS OF EXISTENCE

The existence of the Corporation will commence upon the filing of these Articles with the Department of State of the State of Florida and shall continue thereafter in perpetually, unless dissolved according to law.

ARTICLES VIII
BOARD OF DIRECTORS

Section 1. The business affairs of this Corporation shall be managed by the Board of Directors. The Corporation shall have three (3) directors initially, who shall be elected annually unless otherwise provided in the Bylaws. The number of directors may be increased from time to time, by the Bylaws, but shall never be less than three.

Section 2. The Board of Directors shall be Members of the Corporation.

Section 3. The Members of the Board of Directors shall be elected and hold office in accordance with the Bylaws.

Section 4. The names and addresses of the persons who are to serve as the initial Board of Directors, until the first annual meeting of the Corporation, are:

NAME

ADDRESS

Jeff Benham

13961 Williston Way
Naples, FL 34119

Michael Diamond

6553 Highcroft Drive
Naples, FL 34119

Christopher Batchelor

478 Palm River Blvd
Naples, FL 34110

ARTICLE IX
BYLAWS

Section 1. The Board of Directors of this Corporation may adopt such Bylaws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

Section 2. Upon proper notice, the Bylaws may be amended, altered or rescinded by a majority vote of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose.

ARTICLE X
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this Corporation in the State of Florida and the Corporation's initial registered agent at that office shall be:

Bolaños Truxton, P.A.
12800 University Drive, Suite 350
Ft. Myers, Florida 33907

ARTICLE XI
INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Gregg S. Truxton, Esquire
Bolaños Truxton, P.A.
12800 University Drive, Suite 350
Ft. Myers, Florida 33907

ARTICLE XII
AMENDMENTS

Section 1. These Articles of Incorporation may be amended at a special meeting of the membership called for that purpose, by at least a majority of a quorum of voting members present to vote.

Section 2. Amendments may also be made at a regular meeting of the membership upon notice given, as provided by the Bylaws, of intention to submit such amendments.

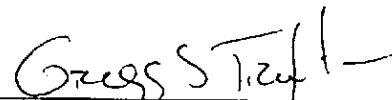
ARTICLE XIII
DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon dissolution of this Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or 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.

ARTICLE XIV
INDEMNIFICATION

Except as may otherwise be provided in the Bylaws of this Corporation, this Corporation shall indemnify its incorporators, officers and directors to the fullest extent permitted by law either now or hereafter in effect.

IN WITNESS WHEREOF, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation as of the 20 day of April, 2020.



Gregg S. Truxton

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, that The Building Dreams Foundation, Inc., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at Fort Myers, Lee County, State of Florida, has named Bolaños Truxton, PA, located at 12800 University Drive, Suite 350, Fort Myers, Florida 33907, as its agent to accept service of process within the State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above styled corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Bolaños Truxton, P.A.

By: Gregg S. Truxton
Gregg S. Truxton