

COVER LETTER

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

SUBJECT: THE NEVIN LAWSON 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: Simone N. Codner, Esq.

Name (Printed or typed)

Law Office of S.N. CODNER, P.L.L.

Address

P.O. BOX 260443, PEMBROKE PINES, FL 33026

City, State & Zip

954-517-0074

Daytime Telephone number

simone@codnerlaw.com

E-mail address: (to be used for future annual report notification)

FILED
2020 SEP 22 PM 4:55

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

FILED
2020 SEP 22 PM 4:55
MI 1175

**ARTICLES OF INCORPORATION
OF
THE NEVIN LAWSON FOUNDATION, INC.**

In compliance with Chapter 617, F.S. (Not For Profit)

The undersigned, acting as the incorporator of **THE NEVIN LAWSON FOUNDATION, INC.** (the "Corporation") hereby adopt the following Articles of Incorporation pursuant to the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes.

ARTICLE I - NAME

The name of this Corporation shall be **THE NEVIN LAWSON FOUNDATION, INC.**

ARTICLE II - ADDRESS

The principal office address and mailing address of the Corporation is:

5645 Coral Ridge Drive, Suite 284, Coral Springs, FL 33076

ARTICLE III - PURPOSES AND POWER

THE NEVIN LAWSON FOUNDATION is a non-profit corporation organized exclusively for charitable and educational purposes, within the meaning of §501(c)(3) of the Internal Revenue Code, including for all such purposes, the making of distributions to organizations that qualify as exempt organizations, under Section 501 (c)(3) of the Internal Revenue Code (the "Code") or the corresponding section of any future Federal Tax Code.

To the extent consistent with the foregoing, the bylaws and allowed under Florida law, the purpose of this Corporation shall also be to provide such services and /or resources to at-risk youths and families through educational, innovative services, enrichment experiences, counseling and social services, and such assistance with resources in order to encourage, inspire and empower such youth and families to be productive, progressive and prosperous citizens in their communities.

The Nevin Lawson Foundation may seek to maximize the effectiveness of the Corporation by collaborating with other non-profit organizations which qualify as non-profit corporations under Section 501(c) (3) of the Code.

The Corporation shall be authorized to carry out any and all acts of the Corporation and to exercise any and all powers which may now or hereafter be lawful und the laws of the State of Florida, and which are not inconsistent with these Articles, provided however, that the Corporation, in exercising any one or more of such powers, shall do so in furtherance of the exempt purposes for which it has been organized within the meaning of Section 501(c) (3) of the Code.

ARTICLE IV – PROHIBITIONS OF THE CORPORATION

THE NEVIN LAWSON FOUNDATION is designated as a public benefit corporation, as such:

- a) The Corporation is not organized and shall not be operated for the private gain of any person. The property of the Corporation is irrevocably dedicated to its charitable and educational purposes. No part of the assets, receipts, or net earnings of the Corporation shall inure to the benefit of, or be distributed to, any individual, including its members, if any, directors, trustee or officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to the Corporation and to make payments and distributions in furtherance of the purposes set forth in this Article.
- b) No substantial part of the activities of the Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in any political campaign, including publishing or distributing statements or advertisement on behalf of or in opposition to any candidate for public office.
- c) The Corporation shall not carry on any activities not permitted by a corporation exempt from Federal Income Tax Under Section 501 (c)(3) of the Code, or by a corporation, contribution to which are deductible under Section 170(c)(2) of the Code.
- d) If the Corporation is or shall ever be classified as a *private foundation* as defined in Section 509(a) of the Code, the following shall apply as long as the Corporation remains a *private foundation*:
 - i) The Corporation shall not and will not engage in any act of self-dealing as defined in the Section 4941 (d) of the Code, or corresponding provisions of any future federal tax law;
 - ii) The Corporation shall and will distribute its income for each tax year at such time and in such manner as required, so that it will not be subject to the tax on undistributed income imposed by Section 4942 of the Code, or corresponding provisions of any future federal tax law;
 - iii) The Corporation shall not and will not retain any excess business holdings as defined in Section 4943(c) of the Code, or corresponding provisions of any future federal tax law;
 - iv) The corporation will not make any investments in such manner as to subject it to tax under Section 4944 of the Code, or corresponding provisions of any future federal tax law; and
 - v) The Corporation shall not and will not make any taxable expenditures as defined in Section 4945(d) of the Code, or corresponding provisions of any future federal tax law.

ARTICLE V – DURATION

This Corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE VI – BOARD OF DIRECTORS

Except for the initial Board of Directors of the Corporation whose names are set forth herein below, the Board of Directors shall be as determined and fixed by the bylaws of the Corporation, provided however, that there shall never be less than three (3) Directors.

The names and address of the initial Board of Directors of the Corporation are as follows:

- Nevin Lawson, 5645 Coral Ridge Drive, Suite 284, Coral Springs, FL 33076
- Quinton Byrd – 5645 Coral Ridge Drive, Suite 284, Coral Springs, FL 33076
- Stephen Harrington - 5645 Coral Ridge Drive, Suite 284, Coral Springs, FL 33076
- Denzle G. Latty, 5645 Coral Ridge Drive, Suite 284, Coral Springs, FL 33076
- Mario A. Lawson - 5645 Coral Ridge Drive, Suite 284, Coral Springs, FL 33076

ARTICLE VII - ASSETS OF THE CORPORATION

The property of this Corporation is irrevocably dedicated to the Corporation for the purposes set forth herein. No part of the net earnings or assets of this Corporation shall insure to the benefit of any officer or director of the Corporation or to the benefit of any private individual. Members of the Board of Directors of the Corporation shall not be compensated for their services as a board member; however, the Board of Directors may determine to reasonably compensate any officer or employee of the Corporation in accordance with the services performed, as provide in the bylaws.

ARTICLE VIII – DISSOLUTION

Upon dissolution and upon payment or adequate discharge of all liabilities and obligations of the Corporation, or otherwise winding up of the Corporation, any assets lawfully available for distribution shall be distributed to one or more qualifying organizations as described in Section 501(c)(3) of the Code, which organization or organizations shall have a charitable purpose. In no event shall the assets to be disposed of be distributed to or for the benefit of any director, officer, trustee, member, if any, or other private person.

ARTICLE IX - PERSONAL LIABILITY AND INDEMNIFICATION

No officer or director of the Corporation shall be personally liable for the debts or obligations of the Corporation, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of The Corporation.

The Corporation shall indemnify any officer or director to the fullest extent allowed by law.

ARTICLE X - AMENDMENTS

The Articles of Incorporation may be amended or restated in accordance with Chapter 617, Florida Statutes; and any such amendment to the Articles shall be adopted and approved by the Board of Directors, in accordance with the Corporation's bylaws.

ARTICLE XI - APPOINTMENT OF REGISTERED AGENT

The registered agent of the Corporation is:

THE LAW OFFICES OF DENZLE G. LATTY, P.A.
1620 W OAKLAND PARK BLVD
SUITE 400
OAKLAND PARK, FL 33311

ARTICLE XII - INCORPORATOR

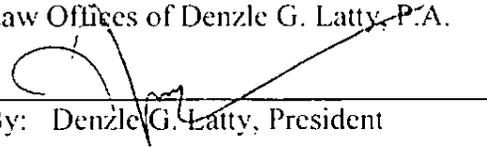
The name and address of the incorporator of the Corporation is:

Mario A. Lawson
5645 Coral Ridge Drive
Suite 284
Coral Springs, FL 33076

Acknowledgment and Consent to Appointment as Registered Agent

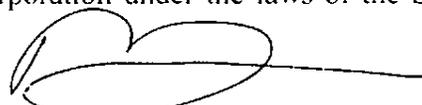
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Law Offices of Denzle G. Latty, P.A.


By: Denzle G. Latty, President

Acknowledgement of Incorporator

I, **Mario A. Lawson**, the undersigned incorporator, have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 15th day of Sept., 2020


Mario A. Lawson, Incorporator