

5/4/2021

Division of Corporations

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Florida Department of State
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**FLORIDA PROFIT/NON PROFIT CORPORATION
GALLATIN PROPERTIES FOUNDATION, INC.**

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Corporate Filing Menu

Help

ARTICLES OF INCORPORATION
OF
GALLATIN PROPERTIES FOUNDATION, INC.

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

2021 MAY -4 AM 8:50
TALLAHASSEE, FL

THE UNDERSIGNED, for the purpose of forming a not for profit corporation pursuant to the Not for Profit Corporation Act of the State of Florida, hereby certifies:

FIRST: The name of the Corporation is "Gallatin Properties Foundation, Inc."

SECOND: The address of the initial principal office of the Corporation is 625 Palm Circle W, Naples, Florida 34102.

THIRD: The Corporation is organized exclusively for religious, charitable, scientific, literary and educational purposes within the meaning of § 501(c)(3) of the Internal Revenue Code of 1986, as now in effect or as may hereafter be amended ("the Code").

In furtherance thereof, the Corporation may receive property by gift, devise or bequest, invest and reinvest the same, and apply the income and principal thereof, as the Board of Directors may from time to time determine, either directly or through contributions to any charitable organization or organizations, exclusively for religious, charitable, scientific, literary or educational purposes, and engage in any lawful act or activity for which corporations may be organized under the Florida Not for Profit Corporation Act (Fla. Stat. Ann. § 617.01011 et seq.).

In furtherance of its exclusively charitable corporate purposes, the Corporation shall have all the general powers enumerated in § 617.0302 of the Florida Not for Profit Corporation Act as now in effect or as may hereafter be amended, together with the power to solicit grants and contributions for such purposes.

FOURTH: There shall be at least three directors who shall be elected or appointed as provided by the Bylaws.

FIFTH: The Corporation shall have no members.

SIXTH: Provisions for the regulation of the internal affairs of the Corporation, including provisions for distribution of assets on dissolution or final liquidation, are as follows:

*ARTICLES OF INCORPORATION OF
GALLATIN PROPERTIES FOUNDATION, INC.*

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A. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to any director or officer of the Corporation, or any other private person, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to or for the Corporation and to make payments and distributions in furtherance of the purposes set forth in Article THIRD hereof.

B. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except as otherwise permitted by § 501(h) of the Code, and in any corresponding laws of the State of Florida), and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements concerning) any political campaign on behalf of (or in opposition to) any candidate for public office.

C. During such period, or periods, of time as the Corporation is treated as a "private foundation" pursuant to § 509 of the Code, the directors must distribute the Corporation's income at such time and in such manner so as not to subject the Corporation to tax under § 4942 of the Code, and the Corporation is prohibited from engaging in any act of self-dealing (as defined in § 4941(d) of the Code), from retaining any excess business holdings (as defined in § 4943(c) of the Code) which would subject the Corporation to tax under § 4943 of the Code, from making any investments or otherwise acquiring assets in such manner so as to subject the Corporation to tax under § 4944 of the Code if the directors have acquired such assets, and from making any taxable expenditures (as defined in § 4945(d) of the Code).

D. Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not directly or indirectly carry on any activity which would prevent it from obtaining exemption from Federal income taxation as a corporation described in § 501(c)(3) of the Code or cause it to lose such exempt status, or carry on any activity not permitted to be carried on by a corporation, contributions to which are deductible under § 170(c)(2) of the Code.

E. In the event of dissolution or final liquidation of the Corporation, all of the remaining assets and property of the Corporation shall, after paying or making provision for the payment of all of the liabilities and obligations of the Corporation and for necessary expenses thereof, be distributed to such organization or organizations organized and operated exclusively for charitable or educational purposes as shall at the time qualify as an exempt organization or organizations under § 501(c)(3) of the Code as the Board of Directors shall determine. In no event shall any of such assets or property be distributed to any director or officer, or to any private individual.

SEVENTH: The street address of the initial registered office of the Corporation is 1200 South Pine Island Road, Plantation, FL 33324, and the name of its initial registered agent at such address is CT Corporation System.

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CLERK OF DISTRICT COURT
NORTH DAKOTA

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GALLATIN PROPERTIES FOUNDATION, INC.

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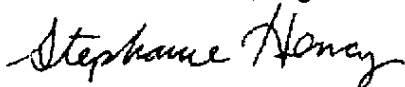
EIGHTH: The name and street address of the incorporator is as follows:

Joshua D. Headley

1700 K Street, NW, Suite 300
Washington, DC 20006

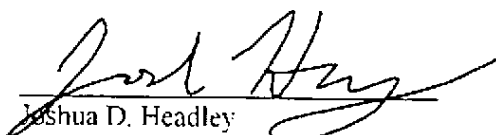
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in these Articles, I am familiar with and accept appointment as registered agent and agree to act in this capacity.

CT CORPORATION, Registered Agent

By: Stephanie Hencz
Assistant Secretary

5/4/2021

Date


Joshua D. Headley
Incorporator

May 4, 2021

Date

2021 MAY -4 AM 8:50
GALLATIN PROPERTIES FOUNDATION, INC.