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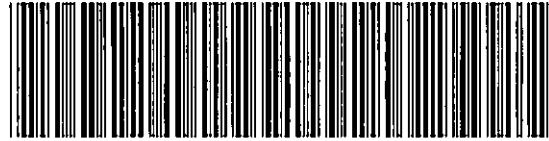
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J DENNIS
MAY 26 2021

COVER LETTER

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

SUBJECT: FLTA Charitable Action 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: Ronald G. Meyer, Esquire

Name (Printed or typed)

Post Office Box 1547

Address

Tallahassee, FL 32302

City, State & Zip

(850) 878-5212

Daytime Telephone number

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

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

ARTICLES OF INCORPORATION

OF

FLTA CHARITABLE ACTION FOUNDATION, INC.

The undersigned subscribes to these Articles of Incorporation pursuant to the provisions of Chapter 617, Florida Statutes, for the purpose of forming a corporation not for profit and further states as follows:

ARTICLE I

Name, Principal Place of Business and Mailing Address

The name of the corporation is FLTA Charitable Action Foundation, Inc. (the "Foundation"). The initial principal place of business is at 249 East Virginia Street, Tallahassee, Florida 32301 and the mailing address is Post Office Box 66145, St. Pete Beach, Florida 33736.

ARTICLE II

Duration

The period of duration of this Foundation shall be perpetual unless dissolved in accordance with Florida law. Corporate existence shall commence upon filing with the Secretary of State.

ARTICLE III

Purpose

This Foundation is organized and will be operated exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future federal tax code (the "Code"). Notwithstanding any other provision of these articles or of the Foundation's Bylaws, the Foundation shall not take any action which is not permitted by the laws that then apply to the corporation or engage in any activity that would disqualify the Foundation from being exempt from federal income tax under section 501(c)(3) of the Code. The Foundation is established primarily for the following purposes:

1. Improving the lives of citizens residing in communities served by Florida Land Title Association members and businesses by channeling the charitable action of title industry professionals to promote the success and prosperity of Florida communities, residents, and businesses through equitable and inclusive solutions;
2. Creating pathways to economic prosperity for communities, residents and businesses by supporting housing, security and resiliency; education and workforce development; entrepreneurship, innovation and leadership;
3. Providing financial support in times of natural or economic crisis to individuals and businesses with demonstrated needs;
4. Improving the ability of individuals and organizations with similar goals to communicate effectively for the purpose of attaining mutual goals;
5. Contributing to other organizations which are tax-exempt pursuant to section 501(c)(3) of the Code in furtherance of the charitable objectives of the Foundation and of the Florida Land Title Association;
6. Engaging in fundraising and soliciting and receiving grants to finance projects of the Foundation which are consistent with the Foundation's purposes and to pay the administrative expenses of the Foundation;
7. Conducting such other activities permitted to be conducted by an organization exempt from taxation pursuant to section 501(c)(3) of the Code.

ARTICLE IV **Restrictions**

No part of the net earnings of the Foundation shall inure to the benefit of, or be distributed to its members, directors, officers, employees or other individuals, partnerships, estates, trusts or corporations having a personal or private interest in the Foundation; provided, however, the

Foundation 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 and to pay or reimburse the reasonable expenses of fundraising and carrying out the objectives of the Foundation. No part of the activities of the Foundation shall be the carrying on of propaganda or otherwise attempting to influence legislation to an extent that would disqualify it for tax exemption under section 501(c)(3) of the Code, and the Foundation 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.

ARTICLE V **Members**

Membership in the Foundation shall be established by the Board of Directors as provided in the Bylaws and may consist of separate categories of membership, each with different rights and responsibilities.

ARTICLE VI **Registered Agent**

The street address and city of the registered office of the Foundation is:

2633 Centennial Blvd, Suite 200
Tallahassee, FL 32308

The name of the initial registered agent at such address is James S. Merritt.

ARTICLE VII **Board of Directors**

The number of persons constituting the Board of Directors of the Foundation shall be established in the Bylaws, but shall not be less than three (3). The Bylaws shall provide the process for the selection of Directors.

There shall be no limit on the number of terms a Board member may serve unless provided otherwise in the Bylaws. The term of office of Board members shall be stated in the Bylaws.

The Board of Directors may authorize reimbursement of expenses incurred by Board members in conjunction with the Foundation's business or other approved activities directly related to the Foundation's purposes.

Nothing herein shall be construed to preclude any Director from serving the Foundation in any other capacity and receiving additional compensation therefore.

ARTICLE VIII **Officers**

The Foundation shall have such Officers as may be provided for in the Bylaws; provided, however, that the Foundation shall have at least the following Officers: President/Chairperson, Secretary, and Treasurer. The manner of selection of Officers shall also be provided for in the Bylaws; provided, however, that the Incorporator shall appoint the initial Officers.

Any one individual may hold more than one office in the Foundation. Duties of Officers shall be described in the Bylaws.

ARTICLE IX **Indemnification of Officers and Directors**

As provided in the Bylaws, Officers and Directors shall be indemnified by the Foundation against all expenses and liabilities, including attorney's fees, (including any incurred in appellate proceedings), reasonably incurred in connection with any proceeding or settlement thereof in which they may become involved by reason of holding such office. The Foundation may purchase and maintain insurance on behalf of all Officers and Directors against any such liability asserted against them or incurred by them in their capacity as Officers and Directors or arising out of their status as such.

ARTICLE X **Non-Stock Basis**

This Foundation is organized on a non-stock basis.

ARTICLE XI
Dissolution

In the event of dissolution of this Foundation, its assets shall be disposed of exclusively for one or more exempt purposes within the meaning of section 501(c)(3) of the Code; distributed to one or more organizations that are organized and operated exclusively for charitable and/or educational purposes and, at the time, qualify as exempt organizations under section 501(c)(3) of the Code; or to the Federal government or to a state or local government to be used for exclusively public purposes.

ARTICLE XII
Amendment

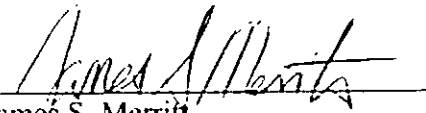
These Articles of Incorporation may be amended by majority vote of the Directors as provided in Section 617.1002(1)(b), Florida Statutes, at a meeting called for such purpose.

ARTICLE XIII
Incorporator


The name and address of the Incorporator subscribing to these Articles of Incorporation are set forth below:

James S. Merritt
2633 Centennial Blvd, Suite 200
Tallahassee, Florida 32308

Having been named as Registered Agent to accept service of process for the above stated Foundation 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.


James S. Merritt
Registered Agent

IN WITNESS WHEREOF, I submit this document and affirm that the facts 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 in Section 817.155, Florida Statutes.


James S. Merritt
Incorporator