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(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

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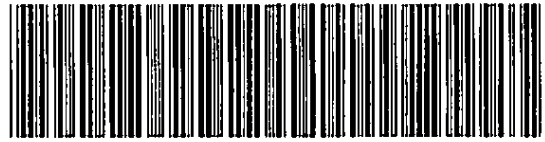
(Business Entity Name)

(Document Number)

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LISTEN. SOLVE. EMPOWER.

P: 330.253.5060 F: 330.253.1977 W: bmdllc.com
75 East Market Street, Akron, Ohio 44308

Shannan L. Mullenix
Paralegal
P: 330.374.7485
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E: slmullenix@bmdllc.com

FedEx Tracking No.: 774305986608

July 20, 2021

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

To Whom It May Concern:

Enclosed please find the Florida Articles of Incorporation Form for filing for The Open Chair Foundation, Inc., along with a check in the amount of \$70.00 for the filing fee.

If you have any questions, please do not hesitate to contact me at 330.374.7485 or slmullenix@bmdllc.com

Thank you for your time and attention to this matter.

Sincerely,

A handwritten signature in cursive script that reads "Shannan L. Mullenix".

Shannan L. Mullenix, Paralegal

Enclosures

COVER LETTER

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

SUBJECT: The Open Chair 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: Adrian C. Ribovich, Esq.

Name (Printed or typed)

75 East Market Street

Address

Akron, Ohio 44308

City, State & Zip

330-374-7481

Daytime Telephone number

acribovich@bmdllc.com

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

ARTICLE I NAME

The name of the corporation shall be: The Open Chair Foundation, Inc.

ARTICLE II PRINCIPAL OFFICE

Principal **street** address:
1000 S. Ocean Blvd.

Suite 602

Boca Raton, Florida 33432

Mailing address, if different is:
1000 S. Ocean Blvd.

Suite 602

Boca Raton, Florida 33432

ARTICLE III PURPOSE

The purpose for which the corporation is organized is: See attached.

ARTICLE IV MANNER OF ELECTION The manner in which the directors are elected and appointed: _____
As provided for in the By-Laws

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

Name and Title: Michael Czupryna, Director and President

Address: 333 E. Palmetto Park Road
Suite 826
Boca Raton, Florida 33432

Name and Title: Jeanne Pitre, Director and Secretary

Address: 140 Via D'Este
Suite 805
Delray Beach, Florida 33445

Name and Title: _____

Address: _____

Name and Title: Emily Czupryna, Director and Treasurer

Address: 226 S. Green Street, Unit 1S
Chicago, IL 60607

Name and Title: _____

Address: _____

Name and Title: _____

Address: _____

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CLERK OF CIRCUIT COURT
PALM BEACH COUNTY, FLORIDA

Name and Title: _____ Name and Title: _____

Address: _____ Address: _____

Name and Title: _____ Name and Title: _____

Address: _____ Address: _____

ARTICLE VI REGISTERED AGENT

The **name and Florida street address** (P.O. Box NOT acceptable) of the registered agent is:

Name: Michael Czupryna
Address: 333 E. Palmetto Park Road, Suite 826
Boca Raton, Florida 33432

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STATE OF FLORIDA
FALL ALASSSEE, FLORIDA

ARTICLE VII INCORPORATOR

The **name and address** of the Incorporator is:

Name: Michael Czupryna
Address: 333 E. Palmetto Park Road, Suite 826
Boca Raton, Florida 33432

ARTICLE VIII EFFECTIVE DATE:

Effective date, if other than the date of filing: _____ (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five days prior or 90 days after the filing.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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

DocuSigned by:
Michael Czupryna
B58ECAAF59104BF
Required Signature of Registered Agent

7/8/2021
Date

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 for in s.817.155, F.S.

DocuSigned by:
Michael Czupryna
B58ECAAF59104BF
Required Signature of Incorporator

7/8/2021
Date

ARTICLES OF INCORPORATION

OF

THE OPEN CHAIR FOUNDATION, INC.

The undersigned, desiring to form a Not For Profit Corporation under the Not For Profit Corporation Law of Florida, Chapter 617, Florida Statutes (F.S.) hereby certifies:

Third: The organization is organized exclusively for charitable and educational purposes, including, for such purposes, but without limitation thereon, operating as a charitable foundation by receiving, investing, and administering assets, received as charitable gifts and contributions, and using such assets or the income therefrom to provide private care to individuals suffering from substance abuse and mental health disorders who are uninsured or unable to garner access to appropriate and adequate care. This Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purpose, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

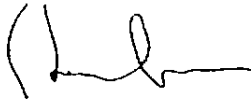
Solely for the above purposes, the organization is empowered to exercise all rights and powers conferred by the laws of the State of Florida upon Not For Profit Corporations, including, but without limitation thereon, the right and power to receive gifts, bequests and contributions outright, in trust or in any other form; and to use, apply, invest and reinvest the principal and/or income therefrom or to distribute the same for the above purposes.

Ninth: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 in Article Third hereof. 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 on (a) by 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) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Tenth: Upon the dissolution of the 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. 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.

I have hereunto subscribed my name this 28th day of June, 2021.



Michael Czupryna, Incorporator

4825-9079-1664, v. 1

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CLERK OF COURT
TALLAHASSEE, FLORIDA