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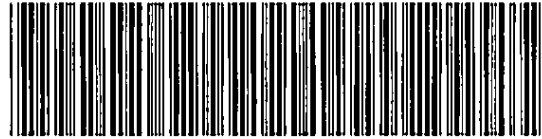
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# **ARTICLES OF INCORPORATION OF URBAN YOUTH LEGACY FOUNDATION, INC.**

In compliance with the requirements of the Chapter 617 of the Florida Statutes, the undersigned hereby acts as an incorporator in adopting and filing these Articles of Incorporation.

## **ARTICLE I: NAME**

The name of the corporation shall be Urban Youth Legacy Foundation, Inc. (the "Corporation").

## **ARTICLE II: INITIAL PRINCIPAL OFFICE**

The street address of the initial principal office of the Corporation is:

2823 N. Australian Avenue  
West Palm Beach, FL 33407

## **ARTICLE III: PURPOSE**

The Corporation is organized and operated exclusively for religious, charitable, scientific, literary or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 and the regulations promulgated thereunder, as they may now exist or as they may hereafter be amended from time to time (the "Code"). Without limiting the foregoing purposes, the Corporation is organized, and shall be operated as a supporting organization within the meaning of Section 509(a)(3) of the Code, exclusively for the benefit of and to provide support for and advance the exempt purposes of Urban Youth Impact, Inc. ("Supported Organization"), a Florida nonprofit corporation exempt from federal income tax under Section 501(c)(3) of the Code. The activities of the Corporation shall include, but are not limited to, distributions of the Corporation's assets to or for the benefit of Supported Organization at such times and in such amounts as the Board of Directors of Corporation may determine.

## **ARTICLE IV: MANNER OF ELECTION**

The manner in which the directors are elected and appointed: The directors of the Corporation shall be appointed by the Supported Organization by and through the Supported Organization's governing body or its designee(s).

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## **ARTICLE V: INITIAL OFFICERS AND BOARD OF DIRECTORS**

William Hobbs – President and Director  
4452 N. San Andros  
West Palm Beach, FL 33411

Tim Miller – Treasurer, Director  
18169 Woodside Trail  
Jupiter, FL 33458-4103

Brian McPherson – Secretary, Director  
8505 Nashua Drive  
Palm Beach Gardens, FL 33418

Tom Lane – Director  
113 Playa Rienta Way  
Palm Beach Gardens, FL 33418

## **ARTICLE VI: INITIAL REGISTERED AGENT**

The name and address of the initial registered agent of the Corporation at that office is:

Natalie O'Hara  
4728 Lakeside Circle  
West Palm Beach, FL 33417

## **ARTICLE VII: INCORPORATOR[S]**

The name and street address of the Corporation's incorporator is:

Natalie O'Hara  
4728 Lakeside Circle  
West Palm Beach, FL 33417

## **ARTICLE VIII: EFFECTIVE DATE**

The Effective Date of these Articles of Incorporation shall be the filing date.

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## ARTICLE IX: MEMBERS

The Corporation shall have no members and shall not issue any shares of stock or certificates or any evidence of membership. The Board of Directors shall conduct all business of the Corporation except as otherwise provided in the Bylaws of the Corporation.

## ARTICLE X: PROHIBITED ACTIVITIES

(A) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, if any, 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 hereof.

(B) 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 any candidate for public office.

(C) Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(3) and described in Section 509(a)(3) of the Code, or by any organization contributions to which are not deductible under Section 170(c)(2) of the Code.

## ARTICLE XI: DISSOLUTION

(A) The Corporation shall not enter into voluntary dissolution, liquidation, reorganization, merger, conversion, domestication, consolidation, the formation of a joint venture, partnership or subsidiary or take any other similar action without the prior written approval of the Board of Directors of the Supported Organization.

(B) Upon the dissolution of the Corporation, the assets of the Corporation remaining after payment of all costs and expenses of such dissolution shall be distributed to the Supported Organization unless its Board of Directors gives prior written consent to the Corporation that certain assets or all of the assets should be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the 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

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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.

## ARTICLE XII: BYLAWS

The Corporation shall have no members and shall not issue any shares of stock or certificates or any evidence of membership. The Board of Directors shall conduct all business of the Corporation except as otherwise provided in the Bylaws of the Corporation.

The power to alter, amend or repeal the Bylaws of the Corporation or to adopt new Bylaws shall be vested in the Board of Directors of the Corporation, subject to the prior written approval of the Board of Directors of the Supported Organization before such alteration, amendment, repeal or adoption shall be effective.

## ARTICLE XIII: AMENDMENTS

The Corporation shall have no members and shall not issue any shares of stock or certificates or any evidence of membership. The Board of Directors shall conduct all business of the Corporation except as otherwise provided in the Bylaws of the Corporation.

No amendment may be made to these Articles of Incorporation nor shall any amendment to these Articles of Incorporation be effective without the prior written approval of the Board of Directors of Supported Organization.

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

Natalie M. O'Hara  
Required Signature/Registered Agent

8/6/2021  
Date

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I submit these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Florida Department of State constitutes a third degree felony as provided for in Section 817.155 of the Florida Statutes.

Natalie M. O'Hara  
Required Signature/Incorporator

8/6/2021  
Date