

N21000010955

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



900372933639

SEP 10 2021 10:50

SEP 10 2021 10:50

SEP 10 2021 10:50

D O'KEEFE
SEP 15 2021

D O'KEEFE
SEP 15 2021

C

SWANN HADLEY STUMP DIETRICH & SPEARS

PROFESSIONAL ASSOCIATION

Pervie P. Swann (1895-1984)
Richard R. Swann (1940-2019)

Sharon B. Abner
Karen M. Brown
Stuart P. Buchanan
D. Paul Dietrich II
Ralph V. Hadley, III
Aimee Collins-Hitchner

Attorneys and Counselors at Law
Since 1924
www.swannhadley.com

Benjamin C. Iseman
Paul N. Korte
Richard A. Leigh
Brian A. Mills
Douglas C. Spears
John R. Stump
Leigh A. Williams

Donald P. Dietrich
Of Counsel

September 9, 2021

Via FedEx Overnight Courier

Florida Department of State
Attention: Division of Corporations
The Centre of Tallahassee
2415 North Monroe Street, Suite 810
Tallahassee, FL 32303

**Re: The Michael A. Mennello and Honorable Marilyn Logsdon Mennello
Foundation, Inc. - - Articles of Incorporation**

Dear Sir/Madam:

Enclosed for filing with your office are an original and one (1) copy of the **Articles of Incorporation** (Not for Profit) for the above-named entity.

Our firm check in the amount of \$87.50 is also provided to cover filing expenses for the following:

1. Filing Fee;
2. Designation of Registered Agent;
3. Certified Copy; and
4. Certificate of Status.

Should there be any questions concerning the above request, please do not hesitate to contact the undersigned at bmills@swannhadley.com, or (407) 647-2777, Extension 266.

Very truly yours,



Brian A. Mills

Enclosures

2021 SEP 10 PM 6:23
ALL INFORMATION CONTAINED
HEREIN IS UNCLASSIFIED

**Articles of Incorporation
of
The Michael A. Mennello and Honorable Marilyn Logsdon
Mennello Foundation, Inc.**

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

ARTICLE I – NAME

The name of the corporation shall be:

The Michael A. Mennello and Honorable Marilyn Logsdon Mennello Foundation, Inc.

ARTICLE II – PRINCIPAL OFFICE

The mailing address of the corporation shall be: Swann, Hadley, Stump, Dietrich & Spears, P.A.
200 East New England Avenue, Suite 300
Winter Park, Florida 32789

The principal place of business shall be: Swann, Hadley, Stump, Dietrich & Spears, P.A.
200 East New England Avenue, Suite 300
Winter Park, Florida 32789

ARTICLE III – PURPOSE

The purpose for which the corporation is organized is as follows: The Michael A. Mennello and Honorable Marilyn Logsdon Mennello Foundation, Inc. is organized exclusively for charitable and educational purposes including, for such purposes, 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 specifically, the Purpose of the Corporation shall be as follows:

- a. To provide support and sustain an endowment for the MENNELLO MUSEUM OF AMERICAN ART, a Florida Not For Profit Corporation, or its successors--in-interest (the "Museum");
- b. To provide support to Qualified Charitable Recipients, which are defined as those qualifying entities described in Internal Revenue Code Secs. 170(c), 2055(a) and 2522(a), which provide emergency assistance, and funds to purchase prescription medications for which no other funding is available, to indigent persons in the greater Orlando, Florida area.
- c. To provide support to Qualified Charitable Recipients, which are defined as those qualifying entities described in Internal Revenue Code Secs. 170(c), 2055(a) and 2522(a), which care for animals in the greater Orlando, Florida area.
- d. To provide support to Qualified Charitable Recipients, which are defined as those qualifying entities described in Internal Revenue Code Secs. 170(c), 2055(a) and 2522(a), which provide scholarships and other financial assistance to underprivileged children for their education, from elementary to college level.

No part of the net earnings of The Michael A. Mennello and Honorable Marilyn Logsdon Mennello Foundation, Inc. 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

**Articles of Incorporation
of
The Michael A. Mennello and Honorable Marilyn Logsdon
Mennello Foundation, Inc.**

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

to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

The Michael A. Mennello and Honorable Marilyn Logsdon Mennello Foundation, Inc. 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 educational and charitable purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of any individual or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

ARTICLE IV – MANNER OF ELECTION

The manner in which the directors are elected and appointed: Majority Vote.

ARTICLE V – INITIAL OFFICERS AND/OR DIRECTORS

The initial directors are as follows:

Name/Title:	Ross Silverbach, Co-Chair	Name/Title:	Walter A. Ketcham, Director
Address:	1600 Alabama Drive, Unit 101 Winter Park, Florida 32789	Address:	1526 Conway Isle Circle Belle Isle, FL 32809
Name/Title:	Joyce Green, Co-Chair	Name/Title:	James Seneff, Director
Address:	9200 Point Cypress Drive Orlando, FL 32836	Address:	Post Office Box 4920 Orlando, Florida 32802-4920

ARTICLE VI – REGISTERED AGENT

The name and Florida street address of the registered agent is:

Swann, Hadley, Stump, Dietrich & Spears, P.A.
200 East New England Avenue, Suite 300
Winter Park, Florida 32789

ARTICLE VII – INCORPORATOR

**Articles of Incorporation
of
The Michael A. Mennello and Honorable Marilyn Logsdon
Mennello Foundation, Inc.**

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

The name and address of the Incorporator is:

Swann, Hadley, Stump, Dietrich & Spears, P.A.
200 East New England Avenue, Suite 300
Winter Park, Florida 32789


ARTICLE VIII – EFFECTIVE DATE:

The Effective Date of this corporation is September 14, 2021.

ARTICLE IX – DISSOLUTION

Upon dissolution or winding up of the affairs of the Corporation, whether voluntary or involuntary, the assets of the Corporation, after all debts have been satisfied, then remaining in the hands of the Board of Directors shall be distributed, transferred, conveyed, delivered, and paid over, in such amounts as the Board of Directors may determine or as may be determined by a court of competent jurisdiction, exclusively to charitable, religious, scientific, testing for public safety, literary, or educational organizations which qualify under the provisions of Section 501 (c) (3) of the Internal Revenue Code of 1986, as amended, and its regulations as they now exist or as they may hereafter be amended; provided, however, that any distributions upon dissolution of this Corporation shall be to and for the exempt purposes of this Corporation as enumerated in the Articles of Incorporation of this Corporation.

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


D. Paul Dietrich, II, for
Swann, Hadley, Stump, Dietrich & Spears, P.A.
200 East New England Avenue, Suite 300
Winter Park, Florida 32789

Dated September 9, 2021

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.

**Articles of Incorporation
of
The Michael A. Mennello and Honorable Marilyn Logsdon
Mennello Foundation, Inc.**

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



Dated September 9, 2021

Brian A. Mills, for
Swann, Hadley, Stump, Dietrich & Spears, P.A.
200 East New England Avenue, Suite 300
Winter Park, Florida 32789

2021 SEP 10 PM 6:26
Mennello Foundation, Inc.