

N21000002822

10/29/21, 4:02 PM

Division of Corporations

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H21000403081 3)))



H210004030813ABCT

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:  
Division of Corporations  
Fax Number : (850)617-6381

From:  
Account Name : BAKER & HOSTETLER LLP  
Account Number : I19990000077  
Phone : (407)649-4016  
Fax Number : (407)841-0168

\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*

Email Address: kdurkin@bakerlaw.com

FLORIDA PROFIT/NON PROFIT CORPORATION  
Hamm Family Foundation, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	05

RECEIVED  
2021 NOV -3 AM 9:19

2021 NOV -3 PM 1:30  
SECRETARY OF STATE  
TALLAHASSEE, FL

10/29/21, 4:02 PM

Division of Corporations

Estimated Charge	\$70.00
------------------	---------

Electronic Filing Menu

Corporate Filing Menu

Help

<https://efile.sandx.org/scripts/efilcovr.exe>

FILED  
2021 NOV -3 PM 1:30  
SECURITY OF STATE  
TALLAHASSEE, FL

((H21000403081 3)))

ARTICLES OF INCORPORATION  
OF THE  
HAMM FAMILY FOUNDATION, INC.

The undersigned acting as organizer to these Articles of Incorporation to form a corporation not-for-profit under the laws of the State of Florida.

ARTICLE I - Name

The name of the Corporation shall be:

HAMM FAMILY FOUNDATION, INC. (the "Corporation").

ARTICLE II - Principal Office and Mailing Address

The mailing address and the address of the principal office of the Corporation is 630 N Hart Boulevard, Orlando, Florida 32818.

ARTICLE III - Purpose

A. The Corporation is organized exclusively for charitable, religious, scientific, educational, or literary 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 of 1986, as amended (or the corresponding provision of any future United States Internal Revenue law)(the "Code").

B. The Corporation is organized for purposes of engaging in any activity or business permitted under the laws of the United States and of the State of Florida and shall have all of the powers enumerated in the Florida Not For Profit Corporation Act, as the same now exists and as hereafter amended, and all such other powers as are permitted by applicable law; provided, however, that the Corporation shall not engage in any activity in which corporations qualified as exempt organizations under Section 501(c)(3) of the Code are not permitted to engage.

C. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, the Corporation's 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 in this Article. 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 publication or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

D. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by (i) a corporation exempt from federal income tax under Section 501(c)(3) of the Code, or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

((H21000403081 3)))

((H21000403081 3)))

E. In the event the Corporation is classified as a private foundation under Section 509 of the Code, (i) the Corporation shall distribute its income each taxable year at such time and in such manner as not to subject itself to tax under Section 4942 of the Code, and (ii) the Corporation shall not engage in any act of self-dealing (as defined in Section 4941(d) of the Code), retain any excess business holdings (as defined in Section 4943(c) of the Code), make any investments in such manner as to subject itself to tax under Section 4944 of the Code, or make any taxable expenditures (as defined in Section 4945(d) of the Code).

#### ARTICLE IV - Term of Existence

The effective date upon which the Corporation shall come into existence shall be the date of filing of these Articles, and it shall exist perpetually thereafter unless dissolved according to law.

#### ARTICLE V - Initial Registered Office and Agent

The name and street address of the initial registered agent of the Corporation is Keith C. Durkin, 200 South Orange Avenue, Suite 2300, Orlando, Florida 32801.

#### ARTICLE VI - Directors

A. The initial number of directors of the Corporation shall be three (3).

B. The number of directors may be either increased or diminished from time to time in accordance with the Bylaws of the Corporation, but there shall always be at least three directors.

C. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at any annual or special meeting thereof. The Board of Directors may authorize and require the payment of reasonable expenses incurred by directors in attending meetings of the Board of Directors.

D. Nothing in this Article shall be construed to preclude the directors from serving the Corporation in any other capacity and receiving compensation therefor.

E. The names and street addresses of the initial members of the Board of Directors are:

<u>Name</u>	<u>Street Address</u>
MICHAEL A. HAMM	630 N. Hart Boulevard Orlando, Florida 32818
TONYA T. HAMM	630 N. Hart Boulevard Orlando, Florida 32818
GARRETT W. HAMM	630 N. Hart Boulevard Orlando, Florida 32818

((H21000403081 3)))

2021 NOV -3 PM 1:30  
SECRETARY OF STATE  
TALLAHASSEE, FL

((H21000403081 3)))

F. Directors shall be elected, appointed, and removed as provided in the Bylaws of the Corporation.

ARTICLE VII - Incorporator

The name and street address of the incorporator signing these Articles is:

<u>Name</u>	<u>Street Address</u>
TONYA T. HAMM	630 N. Hart Boulevard Orlando, Florida 32818

ARTICLE VIII - Members

The Corporation shall not have any Members.

ARTICLE IX - Amendment to Articles

These Articles of Incorporation may be amended by a majority of the then-serving Board of Directors.

ARTICLE X - Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors.

ARTICLE XI - Dissolution

A. Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all the assets of the Corporation in a manner not inconsistent with the purposes of the Corporation, including to such organization or organizations organized and operated exclusively for tax-exempt purposes, as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, as the Board of Directors shall determine.

B. Any assets not disposed of by the Board of Directors as provided herein, shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the Corporation is then located, exclusively for tax-exempt purposes or to such organizations, which are organized and operated exclusively for tax-exempt purposes and which qualify as an exempt organization under Section 501(c)(3) of the Code.

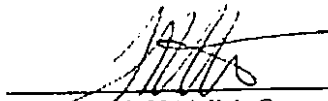
(SIGNATURES ON FOLLOWING PAGE)

((H21000403081 3)))

2021 NOV -3 PM 1:30  
SECRETARY  
TALLER  
FALLER

((H21000403081 3)))

WHEREOF, the undersigned has executed these Articles of Incorporation this 30 day of September, 2021.

  
\_\_\_\_\_  
TONYA T. HAMM, Organizer

FILED  
2021 NOV -3 PM 1:30  
SECRETARY OF STATE  
TALLAHASSEE, FL

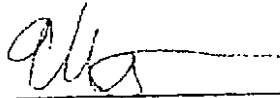
((H21000403081 3)))

((H21000403081 3))

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned is familiar with the obligations of the registered agent and hereby accepts the appointment to serve as the initial Registered Agent of the HAMM FAMILY FOUNDATION, INC.

Dated this 30th day of September, 2021.



Keith C. Durkin  
Baker & Hostetler, LLP  
200 South Orange Avenue  
Suite 2300  
Orlando, Florida 32801

2021 NOV -3 PM 1:28  
SECRETARY OF STATE  
TALLAHASSEE, FL

((H21000403081 3))