

N22000008493

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

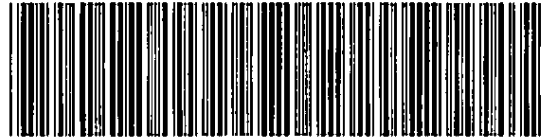
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only

HC



800391173718

07/18/12--2012--013 ♦\$37.50

FILED  
2022 JUL 18 PM 1:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



July 11, 2022

**VIA US MAIL**

State of Florida  
Division of Corporations  
Attn: Registration Section  
PO BOX 6327  
Tallahassee, FL 32314

**RE: Zachariah McQueen Foundation, Inc. - Articles**

Dear Sir or Madam:

Enclosed please find: (1) the original and one copy of the Articles of Incorporation for the above-referenced entity; (2) the required "Cover Letter"; and (3) a certified check in the amount of \$87.50, payable to the "Department of State". Please file the Articles and forward us a copy of the Certificate of Status and the copy of the Articles stamped "FILED" in the enclosed self-addressed envelope.

/s/ Veronica Doss

Veronica Doss, Esq.

## COVER LETTER

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

**SUBJECT:** Zachariah McQueen 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:** Interra Law Firm, P.A.  
Name (Printed or typed)

560 Village Blvd., Suite 120#11  
Address

West Palm Beach, FL 33409  
City, State & Zip

754-888-4409  
Daytime Telephone number

veronica@interrallawfirm.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  
ZACHARIAH MCQUEEN FOUNDATION, INC.**

The undersigned, by these Articles, hereby form this not-for-profit corporation under the laws of the State of Florida, pursuant to Chapter 617, Florida Statutes, and certify as follows:

**ARTICLE I  
NAME**

The name of the non-profit corporation shall be: Zachariah McQueen Foundation, Inc. (hereinafter "ZMF").

**ARTICLE II  
PRINCIPAL OFFICE**

The place in Florida where the principal office of ZMF is to be located is the City of Pompano Beach, Broward County, Florida. The current principal office address is: 1240 SW 14<sup>th</sup> Avenue Fort Lauderdale, Florida.

**ARTICLE III  
PURPOSE**

**3.01 Purpose**

ZMF is a non-profit corporation and shall operate exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or in the corresponding section of any future Federal tax code. More specifically, ZMF's purpose is to provide relief to poor, distressed or underprivileged individuals, which is for the public good.

To maximize our impact on current efforts, ZMF may seek to collaborate with other non-profit organizations which fall under the 501(c)(3) section of the internal revenue code and are operating exclusively for charitable purposes.

**3.02 Public Benefit**

ZMF is designated as a public benefit corporation.

**ARTICLE IV  
NON-PROFIT NATURE**

**Section 4.01 Non-Profit Nature**

ZMF is organized exclusively for charitable and educational purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. No part of the net earnings of ZMF shall inure to the benefit of, or be distributable to its members, trustee, 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 Section 3.01 herein.

Notwithstanding any other provision in these Articles, ZMF 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.

ZMF 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 purpose. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of 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.

#### **4.02 Personal Liability**

No officer or director of ZMF shall be personally liable for the debts or obligations of ZMF, of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of ZMF.

#### **4.03 Dissolution**

Upon termination or dissolution of ZMF, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to ZMF.

The organization to receive the assets of ZMF upon termination or dissolution shall be selected by the discretion of a majority of the managing body of ZMF and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against ZMF by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Florida.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to ZMF, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Florida to be added to the general fund.

#### **4.03 Prohibited Distributions**

No part of the net earnings, or property of ZMF, on dissolution or otherwise shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, 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 III, Section 3.01.

#### **4.04 Restricted Activities**

No substantial part of ZMF's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and ZMF shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf or in opposition to any candidate for public office.

#### **4.05 Prohibited Activities**

Notwithstanding any other provision in these Articles, ZMF shall not carry on any activities not permitted to be carried on:

- (i) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or
- (ii) 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.

### **ARTICLE V** **TERM OF EXISTENCE**

ZMF shall exist in perpetuity.

### **ARTICLE VI** **BOARD OF DIRECTORS**

#### **Section 5.01 Governance & Election**

ZMF shall be governed by its board of directors.

#### **Section 5.02 Initial Board**

The following individuals shall serve as the initial directors of ZMF:

**Bill Kapri – President**  
16323 NW 19<sup>th</sup> Street  
Pembroke Pines, FL 33028

**Derek Garcia – Treasurer**  
7521 Center Bay Dr  
North Bay Village, FL 33141

**Christopher Douglass – Secretary**  
16323 NW 19<sup>th</sup> Street  
Pembroke Pines, FL 33028

FILED  
2022 JUL 18 PM 1:06  
CLERK OF STATE  
TALLAHASSEE, FL 09107

**Section 5.03 Manner of Election or Appointment of Board Members**

Board members shall be elected and/or appointed pursuant to the procedure set forth in ZMF's Bylaws.

**ARTICLE VII**  
**MEMBERSHIP**

ZMF shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined in ZMF's Bylaws.

**ARTICLE VIII**  
**REGISTERED AGENT**

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

Francky Pierre - Paul  
4962 Pine Cone Lane  
West Palm Beach, Florida 33417

("Registered Agent").

**ARTICLE IX**  
**INCORPORATOR**

The following is the full name and address of Incorporator:

Bill Kapri  
16323 NW 19<sup>th</sup> Street  
Pembroke Pines, FL 33028

**ARTICLE X**  
**EFFECTIVE DATE**

The effective date for ZMF shall be the date of filing of these Articles with the State of Florida.

**ARTICLE XI**  
**AMENDMENTS**

Any amendments to these Articles may be adopted by approval of two-thirds (2/3) of the board of directors.

FILED  
2022 JUL 18 PM 1:06  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

Zachariah McQueen Foundation, Inc.  
Articles of Incorporation

**REGISTERED AGENT ACKNOWLEDGEMENT**

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.

*Tranchoy D. Pierre-Paul*

\_\_\_\_\_  
Signature of Registered Agent

8/4/2021

\_\_\_\_\_  
Date

**INCORPORATOR ACKNOWLEDGMENT**

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.

*Bill*

\_\_\_\_\_  
Signature of Incorporator

8/4/2021

\_\_\_\_\_  
Date

FILED  
2022 JUL 18 PM 1:06  
DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA