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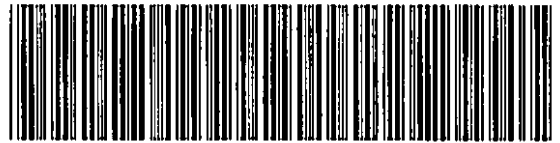
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PLEASE REPLY TO Westport
WRITER'S DIRECT DIAL: (203) 341-5308
WRITER'S DIRECT FAX: (203) 341-5307
E-Mail Address: rspina@cohenandwolf.com

United States Postal Service

July 25, 2022

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

RE: Articles of Incorporation
The Graiff Family Foundation, Inc.

Please find the enclosed Articles of Incorporation for The Graiff Family Foundation, Inc. and Schedule A. Also included is a check in the amount of \$78.75 for the filing fee and certified copy.

If you have any questions, please do not hesitate to reach out.

Sincerely,



Rachael E. Spina
Attorney

RES
enclosures

COVER LETTER

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

SUBJECT: The Graiff Family 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: Ronald E. Graiff

Name (Printed or typed)

3400 Lakeshore Drive

Address

Mount Dora, FL 32757

City, State & Zip

(203) 240-2463

Daytime Telephone number

ronald.graiff@snet.net

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 Graiff Family Foundation, Inc.

ARTICLE II PRINCIPAL OFFICE

Principal street address:
3400 Lakeshore Drive

Mount Dora, FL 32757

Mailing address, if different is:

ARTICLE III PURPOSE

The purpose for which the corporation is organized is: See Attached Schedule A.

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ARTICLE IV MANNER OF ELECTION The manner in which the directors are elected and appointed: As stated by the bylaws.

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

Name and Title: Ronald E. Graiff, President/Director

Name and Title: _____

Address 3400 Lakeshore Drive

Address: _____

Mount Dora, FL 32757

Name and Title: Winifred C. Graiff, Secretary/Treasurer/Director

Name and Title: _____

Address 3400 Lakeshore Drive

Address: _____

Mount Dora, FL 32757

Name and Title: Robert Davenport, Director

Name and Title: _____

Address 26 Pole Bridge Road

Address: _____

Sandy Hook, CT 06482

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: Ronald E. Graiff
Address: 3400 Lakeshore Drive
Mount Dora, FL 32757

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TALLAHASSEE, FLORIDA

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Name: Ronald E. Graiff
Address: 3400 Lakeshore Drive
Mount Dora, FL 32757

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

Ronald E. Graiff
Required Signature of Registered Agent

7-14-22
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.

Ronald E. Graiff
Required Signature of Incorporator

7-14-22
Date

THE GRAIFF FAMILY FOUNDATION, INC.

Articles of Incorporation

Schedule A

The purpose for which the corporation is organized is:

(a) To operate exclusively for charitable, scientific, or 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 any corresponding section of any future federal tax laws.

(b) To engage in any and all lawful activities incidental to the foregoing purposes, except as restricted herein; and

(c) Notwithstanding the above, the corporation shall neither have nor exercise any power, nor shall it engage directly or indirectly in any activity that would invalidate its status (1) as a corporation which is exempt from Federal income taxation as an organization described in section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any subsequent federal tax laws), or (2) as a corporation contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any subsequent federal tax laws).

(d) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, 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 Schedule A hereof.

(e) 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, distribute all of the remaining assets of the corporation to such organization or organizations that shall at the time qualify as an exempt organization or organizations under 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any subsequent federal tax laws), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of the State of Florida located in the judicial district 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.

(f) The duration of the corporation shall be perpetual.

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JACKSONVILLE, FLORIDA

(g) The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(h) The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(i) The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(j) The corporation shall not make investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(k) The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

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TALLAHASSEE, FLORIDA