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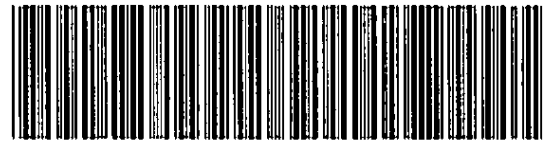
(Business Entity Name)

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SECRETARY OF STATE  
FALL RIVER, MA 01923

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*lit. 7/27*

# COVER LETTER

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

**SUBJECT:** GEORGE H. AND JEANNINE S. CONNELL CHARITABLE 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: Thomas M. VanNess, Jr.  
\_\_\_\_\_  
Name (Printed or typed)

1205 N. Meeting Tree Blvd.  
\_\_\_\_\_  
Address

Crystal River, FL 34429  
\_\_\_\_\_  
City, State & Zip

352-795-1444  
\_\_\_\_\_  
Daytime Telephone number

tmv@vannesspa.com  
\_\_\_\_\_  
E-mail address: (to be used for future annual report notification)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2022 JUL 29 PM 6:26

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**NOTE: Please provide the original and one copy of the articles.**

**ARTICLES OF INCORPORATION  
OF  
GEORGE H. AND JEANNINE S. CONNELL  
CHARITABLE FOUNDATION, INC.,  
a Florida nonprofit corporation**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLE I. NAME

The name of this Corporation shall be the **GEORGE H. AND JEANNINE S. CONNELL CHARITABLE FOUNDATION, INC.**

ARTICLE II. PRINCIPAL OFFICE

The address of the principal office of the Corporation is 1205 North Meeting Tree Blvd., Crystal River, Florida 34429, and the mailing address of the Corporation is 1205 North Meeting Tree Blvd., Crystal River, Florida 34429.

ARTICLE III. PURPOSES AND POWERS

Section 1. Purposes. The Corporation is organized exclusively for charitable, educational and scientific purposes within the meaning of § 501(c)(3) of the Internal Revenue Code of 1986, as amended ("Code") (or the corresponding provision of any future United States Internal Revenue Law). It is the intention that this Corporation be an organization as described in Internal Revenue Code §§170(c), 2055(a) and 2522(a).

Section 2. Powers.

(a) The Corporation's purposes as herein stated shall be carried out by its Board of Directors in a manner that will enable the Corporation to qualify as a charitable organization within the meaning of §501(c)(3) of the Code. To this end the Corporation shall have the following powers:

(i) To own, acquire, convey, exchange, lease, mortgage, encumber transfer upon trust, or otherwise dispose of, all property, real or personal; to borrow money, contract debts, and issue bonds, notes and debentures, and to secure the payment or performance of its obligations.

(ii) To receive property by gift, devise or bequest subject to the laws regulating the transfer of property by will, and otherwise to acquire and hold all property, real or personal, including shares of stock, bonds and securities of other corporations.

(iii) To enter into contracts with any person, firm, association, corporation, municipality, county, state, nation or other body politic or with any colony, dependency or agency of any of the foregoing.

(iv) To make such grants for charitable purposes, either directly or by contributions to organizations duly authorized to carry on such activities which have established their tax-exempt status under the provisions of §501(c)(3) of the Code.

(v) To perform every act necessary or proper for the accomplishment of the objects and purposes enumerated or for the protection and benefit of the Corporation.

(b) Notwithstanding any powers granted to this Corporation by its Articles of Incorporation, Bylaws or by the laws of the State of Florida, the following limitations of powers shall apply and be paramount:

(i) No Private Benefit. No part of the net earnings of the Corporation shall inure to the benefit of any member, director, officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes, and except to the extent that benefit inures to persons in accordance with the carrying out of the Corporation's charitable purposes as herein defined), and no member, director, officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the Corporate assets on dissolution of the Corporation.

(ii) No Influence of Legislation. No part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation.

(iii) Political Activities. 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.

(iv) Prohibited Transactions. Notwithstanding any other provisions of this certificate, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under §501(c)(3) of the Code or by an organization, contributions to which are deductible under §170(c)(2) or 2055(a) of the Code.

(v) Distribution on Dissolution. Upon the dissolution of the corporation, the Board of Directors of the Corporation shall, after paying or making provision for the payment of all of the liabilities of the Corporation, distribute all residual assets of the Corporation to the following organizations:

(i) FIFTY PERCENT (50%) to the WASHINGTON STATE UNIVERSITY FOUNDATION to fund the HERBERT L. AND MARGARET G. EASTLICK REGENTS SCHOLARSHIP (provided any recipient of this scholarship must be a United States citizen);

(ii) THIRTY PERCENT (30%) to the WASHINGTON STATE UNIVERSITY FOUNDATION to fund scholarships for the COLLEGE OF LIBERAL ARTS SCHOOL OF MUSIC (provided any recipient of this scholarship must be a classical music student and a United States citizen);

(iii) TEN PERCENT (10%) to the ROCHESTER INSTITUTE OF TECHNOLOGY, Office of Development, Rochester, New York (provided any recipient of this scholarship must be Biological or Mechanical Engineering student, and a United States citizen);

(iv) TEN PERCENT (10%) to the HUMANE SOCIETY OF THE UNITED STATES, WASHINGTON, D.C. (specifically for their disaster center).

In the event the above referenced beneficiaries are not in existence or are not qualifying tax-exempt charitable organizations under IRC §501(c)(3) and as described in IRC §170(c), this Corporation's assets shall be distributed for one or more exempt purposes within the meaning of §501(c)(3) of the Code, or 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.

#### ARTICLE IV. PRIVATE FOUNDATION REQUIREMENTS

If the Corporation is a Private Foundation within the meaning of §509 of the Code, and is not an Operating Foundation as defined by §4942(j)(3) of the Code, then the following provisions shall apply:

(a) The Corporation shall distribute its income for each tax 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 Code, or corresponding provisions of any later federal tax laws.

(b) The Corporation shall not engage in any act of self-dealing as defined in §4941(d) of the Code, or corresponding provisions of any later federal tax laws.

(c) The Corporation shall not retain any excess business holdings as defined in §4943(c) of the Code, or corresponding provisions of any later federal tax laws.

(d) The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Code, or corresponding provisions of any later federal tax laws.

(e) The Corporation shall not make any taxable expenditures as defined in §4945(d) of the Code, or corresponding provisions of any later federal tax laws.

ARTICLE V. MEMBERS

The sole class of members of the Corporation shall be its Board of Directors and the number of members shall be the number of Directors constituting the Board of Directors. A Director shall be admitted to the membership of the Corporation upon taking office as a Director.

ARTICLE VI. DURATION

The term of existence of the Corporation is perpetual; and the corporate existence will commence on the filing of these Articles of Incorporation with the Secretary of State of Florida.

ARTICLE VII. REGISTERED AGENT

The street address of the initial registered office of this corporation is 1205 N. Meeting Tree Boulevard, Crystal River, Florida 34429, and the name of the initial registered agent of this corporation at that address is Thomas M. VanNess, Jr.

ARTICLE VIII. INCORPORATOR

The name and address of the Incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Thomas M. VanNess, Jr.	1205 N. Meeting Tree Boulevard Crystal River, Florida 34429

ARTICLE IX. BOARD OF DIRECTORS

(a) The affairs and business of the Corporation shall be conducted by a Board of Directors consisting of not less than three (3) persons. The members of the Board shall be elected annually by the existing Directors.

(b) The first Board of Directors and their addresses shall be:

<u>NAME</u>	<u>ADDRESS</u>
Thomas M. VanNess, Jr.	1205 N. Meeting Tree Boulevard Crystal River, Florida 34429
J. Stephen Pullum	250 International Parkway, Ste. 250 Lake Mary, FL 32746
Denise VanNess	1205 N. Meeting Tree Boulevard Crystal River, Florida 34429

(c) In the event of a vacancy on the Board of Directors by reason of death, resignation, or removal, the replacement Director(s) will be elected by the remaining Directors of the Corporation.

ARTICLE X. BYLAWS

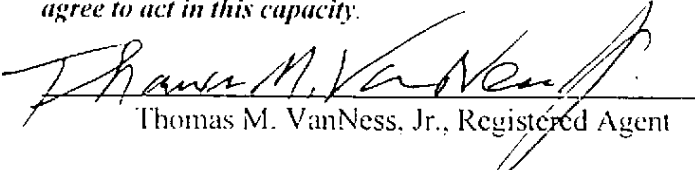
The Board of Directors shall adopt Bylaws for the Corporation. The Bylaws may be amended, altered, or repealed by the Directors in any manner permitted by the Bylaws which is in accord with the purpose of the Corporation as set out in these Articles of Incorporation.

ARTICLE XI. AMENDMENT

These Articles of Incorporation may be amended by the Members provided that any amendment will not adversely affect the status of the Corporation as an organization qualifying under §501(c)(3) of the Code.

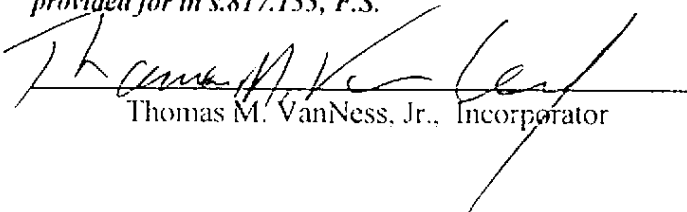
**Having been named as Resident Agent to accept service of process for the above stated corporation at the place designed in this Certificate, I am familiar with and accept the appointment of Resident Agent and agree to act in this capacity.**

*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.*

  
Thomas M. VanNess, Jr., Registered Agent

July 27, 2022  
Date

*I submit this document 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.*

  
Thomas M. VanNess, Jr., Incorporator

July 27, 2022  
Date

2022 JUL 29 PM 6:27  
SECTION OF STATE  
TALLAHASSEE, FL 32309

FILED

STATE OF FLORIDA  
COUNTY OF CITRUS

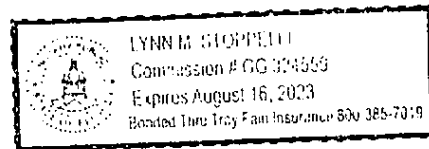
The foregoing instrument was acknowledged before me on July 27,  
2022, in my physical presence, by Thomas M. VanNess, Jr. Said person did not take an oath and  
(check one)  is personally known to me, or \_\_\_\_\_ produced a driver's license (issued by a  
state of the United States) as identification, or \_\_\_\_\_ produced other identification, to wit:  
\_\_\_\_\_.

*Lynn M. Stoppell*

Printed Name: Lynn M. Stoppell

Notary Public - State of Florida

(Print or Stamp Name, Commission #  
and Expiration below)



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2022 JUL 29 PM 6:27

CLERK OF COUNTY OF CITRUS  
TALLAHASSEE, FL 32304