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**FLORIDA PROFIT/NON PROFIT CORPORATION  
 ICE FLYERS FOUNDATION, INC.**

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**ARTICLES OF INCORPORATION**  
**OF**  
**ICE FLYERS FOUNDATION, INC.**

**A Florida Not for Profit Corporation**

*The undersigned incorporator, for the purpose of incorporating and organizing a corporation under the Florida Not for Profit Corporation Act (the "Act"), hereby executes the following Articles of Incorporation, and certifies as follows:*

**ARTICLE I**  
**NAME**

The name of the corporation shall be: Ice Flyers Foundation, Inc. (the "Corporation").

**ARTICLE II**  
**PRINCIPAL OFFICE**

The principal place of business and mailing address of the Corporation shall be:

201 E. Gregory St. – Rear  
Pensacola, Florida 32502

**ARTICLE III**  
**PURPOSES**

1. The Corporation is not-for-profit and is organized and shall be operated exclusively for charitable, scientific, literary, or educational purposes as described in 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")
2. No part of the earnings of the Corporation shall inure to the benefit of any director or officer of the Corporation, or to any person (except that the Corporation may pay reasonable compensation for services rendered to or on behalf of the Corporation and make other payments and distributions in furtherance of one of more of its purposes), and no director of officer of the Corporation, or any other person shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. The Corporation shall pay no dividend.
3. The Corporation shall not participate, directly or indirectly, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. The Corporation shall not have the objectives nor engage in activities that would characterize it as an (action organization") as defined in Treasury Regulations.

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4. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Code
5. In the event that the Corporation shall be a "private foundation" within the meaning of Section 509 of the Code, the Corporation's income, and to the extent income is insufficient, principal for each taxable year shall be distributed at such time and in such manner as not to subject it to tax under Section 4942 of the Code (unless the corporation is a "private operating foundation, in which case, Section 4642 of the Code is inapplicable), and the corporation shall be prohibited from engaging in any act of self-dealing as defined in Section 4943(c) of the Code, from making any investments in such manner as to subject the corporation to tax under Section 4944 of the Code, and from making any taxable expenditures as defined in Section 4945(d) of the Code.
6. Upon the dissolution of the Corporation, the Board of Directors will, after paying or making provision for the payment of all the liabilities of the Corporation, dispose of all the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for scientific, educational or charitable 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 of the Corporation shall determine.

#### **ARTICLE IV**

#### **ELECTION OF THE OFFICERS**

The manner in which the directors are elected or appointed shall be as provided in the Bylaws.

#### **ARTICLE V**

#### **MEMBERSHIP**

The Corporation shall have members as provided in the Bylaws.

#### **ARTICLE VI**

#### **INITIAL REGISTERED AGENT AND STREET ADDRESS**

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

CT Corporation System  
1200 South Pine Island Road  
Plantation, Florida 33324

**ARTICLE VII**  
**INCORPORATOR**

The name and address of the Incorporator are:

Ian Klak  
Lippes Mathias LLP  
10151 Deerwood Park Blvd.  
Bldg. 300, Suite 300  
Jacksonville, Florida 32256

IN WITNESS WHEREOF, these Articles of Incorporation are executed as of the  
4<sup>th</sup> day of October, 2022.

  
\_\_\_\_\_  
Ian Klak, Incorporator

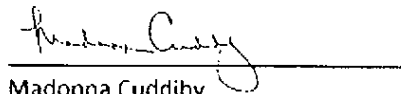
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ICE FLYERS FOUNDATION, INC.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in the Articles of Incorporation, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

CT CORPORATION SYSTEM

October 4, 2022



Madonna Cuddihy  
Assistant Secretary

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