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(Requestor's Name)

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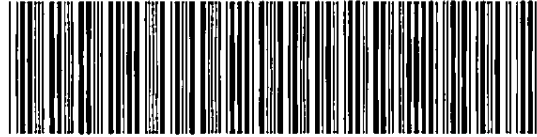
(Business Entity Name)

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Certified Copies _____ Certificates of Status _____

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 3, 2022

CORPORATION SERVICE COMPANY

RESUBMIT
Please give original
submission date as file date

SUBJECT: THE FRANK AND DANA ZOKAITES FOUNDATION INC.
Ref. Number: W22000138988

We have received your document for THE FRANK AND DANA ZOKAITES FOUNDATION INC.. However, the document has not been filed and is being returned for the following:

According to Florida Statute 617, there may be no less than three directors. Please amend the document accordingly.,

If you have any further questions concerning your document, please call (850) 245-6052.

Summer Chatham
Regulatory Specialist II
New Filing Section

Letter Number: 022A00024770

Ind. No. 500

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CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 095689 7144592

AUTHORIZATION :

COST LIMIT : \$ 70.00



ORDER DATE : November 2, 2022

ORDER TIME : 1:59 PM

ORDER NO. : 095689-005

CUSTOMER NO: 7144592

DOMESTIC FILING

NAME: THE FRANK AND DANA ZOKAITES
FOUNDATION INC.

EFFECTIVE DATE:

XX_____ ARTICLES OF INCORPORATION
_____ CERTIFICATE OF LIMITED PARTNERSHIP
_____ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____ CERTIFIED COPY
XX_____ PLAIN STAMPED COPY
_____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Eyllena Baker - EXT.

EXAMINER'S INITIALS: _____

**ARTICLES OF INCORPORATION
OF
THE FRANK AND DANA ZOKAITES FOUNDATION INC.**

In compliance with Chapter 617, F.S., (Not for Profit), the undersigned, desiring to incorporate a Florida not-for-profit corporation, hereby certifies that:

1. The name of the corporation is: **The Frank and Dana Zokaite Foundation Inc.**
2. The address of this corporation's current principal and mailing office is 375 Golfside Drive, Wexford Pa 15090.
3. The corporation is incorporated under the Florida Not For Profit Corporation Act as an entity intended to be exempt from Federal income taxes under Section 501(c)(3) of the Internal Revenue Code of 1986 (the "**Code**"), as amended, to engage in charitable and educational purposes within the meaning of Section 501(c)(3) of the Code, as amended, including providing care, support, education, affirmation, empowerment and awareness for youth and adults and providing contributions to the community, the arts and the humanities.
4. No part of the net earnings of the corporation shall inure to the benefit of or be distributed to any officer or director of the corporation, or to any other private person, 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 its purposes as set forth in these Articles of Incorporation.
5. The corporation shall have no members.
6. The corporation shall be organized on a nonstock basis.
7. The term of existence of the corporation shall be perpetual.
8. Notwithstanding any other provisions of these Articles of Incorporation, the corporation shall not carry on any activity not permitted to be carried on by a corporation organized and operated exclusively for exempt purposes under the Code.
9. No substantial part of the activities of the corporation shall be attempting to influence legislation, and the corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

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10. In the event of the dissolution of the corporation or in the winding up of its affairs, or other liquidation of its assets, the corporation's property shall not be conveyed to any organization created or operated for profit or to any individual for less than the fair market value of such property; all assets remaining after all debts and expenses of the corporation have been paid or provided for shall be conveyed or distributed by the Board of Directors to one or more organizations qualifying for the exemption afforded by Section 501(c)(3) of the Code. Any such assets not so distributed shall be disposed of pursuant to an order by a court of competent jurisdiction, exclusively for such purposes or to such organization or organizations, as said court shall determine.

11. (a) The corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(b) The corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(c) The corporation will not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(d) The corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(e) The corporation will not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

12. Initial Officers and/or Directors:

Name and Title: Frank Zokaite, Director
Address: 375 Golfside Drive, Wexford Pa 15090

Name and Title: Dana Zokaite, Director
Address: 375 Golfside Drive, Wexford Pa 15090

Name and Title: John Zokaite, Director
Address: 375 Golfside Drive, Wexford Pa 15090

13. The manner in which the Directors are elected or appointed: The initial Directors were appointed by the Incorporator. Future Directors will be appointed by consent of the Board of Directors.

14. The name and address of the Registered Agent is Corporation Service Company, 1202 Hays Street, Tallahassee, FL 32301.

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14. The name and address of the Registered Agent is Corporation Service Company, 1202 Hays Street, Tallahassee, FL 32301.
15. The name and address of the incorporator are Nicholas J. Holland, Metz Lewis Brodman Must O'Keefe LLC, 535 Smithfield Street, Suite 800, Pittsburgh, PA 15222.

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.

Eyline Bahor
Assistant Vice President

11/09/2022

Required Signature of Registered Agent

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.

[Signature]
Required Signature of Incorporator

November 2, 2022

Date

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