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**FLORIDA PROFIT/NON PROFIT CORPORATION
PHILIPPI FUND, INC.**

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ARTICLES OF INCORPORATION OF**PHILIPPI FUND, INC.**a Florida not-for-profit corporation

PURSUANT to the provisions of Chapter 617, Florida Statutes, the Florida Not For Profit Corporation Act, the undersigned Incorporator of **PHILIPPI FUND, INC.** (the "Corporation") hereby adopts the following Articles of Incorporation for the Corporation:

ARTICLE I**Name**

The name of the Corporation shall be **PHILIPPI FUND, INC.**

ARTICLE II**Principal Office**

The street address of the principal office of the Corporation shall be c/o Stan Bronson, Executive Director, 1401 Silverleaf Oak Court, Palm Beach Gardens FL 33410-4482.

ARTICLE III**Purpose**

Section 1. The Corporation shall be a not-for-profit corporation. The purposes for which the Corporation is organized are exclusively religious, charitable and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 (the "Code"). Notwithstanding any other provision of these articles of incorporation, the bylaws, or any other provision of law, the Corporation shall not carry on any activities which would cause it to fail to qualify, or to fail to continue to qualify, as (i) an organization exempt from federal income tax under section 501(c)(3) of the Code (or the corresponding section of any future federal tax code), or (ii) an organization to which contributions are deductible under sections 170, 2055, and 2522 of the Code (or the corresponding sections of any future federal tax code).

Section 2. No part of the earnings of the Corporation shall inure to the benefit of or be distributable to any private individual or person; provided, however, that the Corporation may pay reasonable compensation for services rendered to it and reimbursement of expenses reasonably incurred on its behalf.

Section 3. No part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of or in opposition to any candidate for public office.

Section 4. If at any time or times the Corporation shall at classified as a private foundation under section 509(a) of the Code (or the corresponding section of any future federal tax code), then at such time or times the Corporation:

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(a) shall not engage in any act of self-dealing as defined in section 4941(d) of the Code (or corresponding section of any future federal tax code);

(b) 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 Code (or corresponding section of any future federal tax code);

(c) shall not retain any excess business holdings as defined in section 4943(c) of the Code (or corresponding section of any future federal tax code);

(d) shall not make any investment in such manner as to subject it to tax under section 4944 of the Code (or corresponding section of any future federal tax code); and

(e) shall not make any taxable expenditure as defined in section 4945(d) of the Code (or corresponding section of any future federal tax code).

Section 5. Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Code (or the 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

Election of Directors

The manner in which the directors are elected or appointed shall be provided in the Corporation's Bylaws.

ARTICLE V

Initial Directors

The powers of the Incorporator shall terminate upon the filing of these Articles of Incorporation. The names and mailing addresses of the persons who shall serve as directors until their successors are elected and qualify are as follows:

Stan Bronson
1401 Silverleaf Oak Court
Palm Beach Gardens FL 33410-4482

Kevin Hyde
1 Independent Drive, Suite 1300
Jacksonville FL 32202-5017

Raymond Welsh
4421 NW 6th Court
Coconut Creek FL 33066-1521

Timothy Welsh
844 Baybreeze Lane
Altamonte Springs FL 32714-7533

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ARTICLE VI**Registered Agent and Registered Office**

The Corporation's registered agent, and the street address of the registered agent which shall be the Corporation's registered office, shall be Raymond Welsh, 4421 NW 6th Court, Coconut Creek FL 33066.

ARTICLE VII**Incorporator**

The name and mailing address of the Incorporator are as follows:

Stan Bronson
1401 Silverleaf Oak Court
Palm Beach Gardens FL 33410-4482

ARTICLE VIII**No Members**

The Corporation, as a not-for-profit corporation, shall not have capital stock. The Corporation shall have no members..

IN WITNESS WHEREOF, these Articles of Incorporation have been signed by the undersigned Incorporator this 28th day of November, 2022.

/s/ Stan Bronson
Stan Bronson, Incorporator

CERTIFICATE OF ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Pursuant to Florida Statutes §§ 617.0501 and 617.0502 of the Florida Not For Profit Corporation Act., the undersigned submits the following statement in accepting the designation as registered agent and registered office of Philippi Fund, Inc. in the Corporation's Articles of Incorporation:

Having been named as registered agent and to accept services of process for the Corporation at the registered office designated in the Corporation's Articles of Incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties as registered agent, and the undersigned is familiar with and accepts the obligations of his position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this certificate this 28th day of November, 2022.

/s/ Raymond Welsh
Raymond Welsh, Registered Agent