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**FLORIDA PROFIT/NON PROFIT CORPORATION  
TAMPA FAMILY FOUNDATION INC.**

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**ARTICLES OF INCORPORATION  
OF  
TAMPA FAMILY FOUNDATION INC.  
(A Florida Not For Profit Corporation)**

*I, the undersigned incorporator, for the purpose of incorporating and organizing a corporation under the Florida Not For Profit Corporation Act (the "Act"), do hereby execute the following Articles of Incorporation, and certify as follows:*

**ARTICLE I  
NAME**

The name of the corporation shall be: "Tampa Family Foundation Inc." (the "Foundation").

**ARTICLE II  
PRINCIPAL OFFICE**

The principal place of business and mailing address of the Foundation shall be 302 W. Fletcher Avenue, Tampa, Florida 33612.

**ARTICLE III  
PURPOSES**

The Foundation is not for profit and shall be operated, supervised, or controlled exclusively for the benefit of Tampa Family Health Centers, Inc., a Florida not for profit corporation ("Family Health Centers") and Education Institute of Tampa Family Inc., a Florida not for profit corporation ("Education Institute;" collectively, Family Health Centers, and Education Institute are the "Supported Organizations") in accordance with Section 509(a)(3) of the Internal Revenue Code of 1986, as amended or the corresponding provision of any future United States Internal Revenue Law (the "Code"). The Foundation shall have the purpose of supporting the Supported Organizations' charitable purposes by providing a vehicle for community leaders (a) to serve as ambassadors of the Foundation and the Supported Organizations; (b) to assist the Supported Organizations obtain gifts through the identification, cultivation and solicitation of prospects and in the ongoing stewardship of donors; and (c) to participate in the planning and implementation of fundraising activities, including but not limited to events and campaigns (the "Purpose"). Solely in pursuance of the Purpose and subject to any other limitations set forth in these Articles of Incorporation in the Bylaws, the Foundation may exercise any, all and every power for which a not for profit corporation under the Florida Not For Profit Corporation Act can be authorized to exercise in furtherance of such purposes.

**ARTICLE IV  
LIMITATIONS**

The Foundation shall neither have nor issue shares of stock, and there shall be no shareholders.

All gifts or donations procured by the Foundation shall be made and directed to support the Supported Organizations and each of their charitable purposes.

No part of the earnings of the Foundation shall inure to the benefit of any director or officer of the Foundation, or to any other person (except that the Foundation may pay reasonable compensation for services rendered to or on behalf of the Foundation and make other payments and distributions in furtherance of one or more of its purposes), and no director or officer of the Foundation, or any other person shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Foundation. The Foundation shall pay no dividends.

The Foundation 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 Foundation shall not have the objectives nor engage in activities that would characterize it as an "action organization" as defined in Treasury Regulations.

Notwithstanding any other provision of these articles, the Foundation 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.

#### **ARTICLE V DISSOLUTION**

Upon the dissolution of the Foundation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Foundation, dispose of all the assets (if any) of the Foundation exclusively to the Supported Organizations and, if no Supported Organization is any longer in existence, then to 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 Foundation shall determine. Any of such assets (if any) not so disposed of shall be disposed of by the Court with appropriate jurisdiction, exclusively for such purposes or to such organizations, as said Court shall determine, which are organized and operate exclusively for such purposes.

#### **ARTICLE VI ELECTION OF DIRECTORS**

The number of Directors of the Foundation shall be set forth in the Bylaws of the Foundation. Except as may otherwise be provided in these Articles of Incorporation, the requirements for membership on the Foundation's Board of Directors and the manner of election or appointment of the Directors of the Foundation shall be prescribed by the Bylaws of the Foundation.

**ARTICLE VII  
MEMBERSHIP**

The Foundation shall have (2) members. The members shall be Tampa Family Health Centers, Inc. and Education Institute of Tampa Family Inc. The members shall have such rights as are set forth in the Bylaws of the Foundation.

**ARTICLE VIII  
INITIAL REGISTERED AGENT AND REGISTERED OFFICE**

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

Sherry Hoback  
302 West Fletcher Avenue  
Tampa, Florida 33612

**ARTICLE IX  
INCORPORATOR**

The name and address of the Incorporator are:

Matthew J. Scheer  
777 S Flagler Drive, Suite 500E  
West Palm Beach, Florida 33401

**IN WITNESS WHEREOF**, the undersigned has executed these Articles as of the 4th  
day of April, 2023.

/s/ Matthew J. Scheer

Matthew J. Scheer, Incorporator

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FALL AND ASSOCIATES, P.A.  
TAMPA, FLORIDA

**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

Having been named as registered agent and to accept the service of process for the above-stated limited liability company at the place designated in these Articles, I, Sherry Hoback, hereby accept the appointment as registered agent and agrees to act in this capacity. I, Sherry Hoback, further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of its position as registered agent as provided for in Chapter 617, F.S.

  
\_\_\_\_\_  
Sherry Hoback

Dated: as of April 4, 2023

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FALL ANNUAL STATE REPORT