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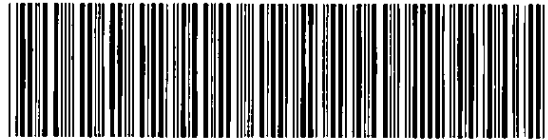
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2023 SEP 28 PM 2:21
CLERK OF SUPERIOR COURT
ALABAMA

COVER LETTER

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

Mary Welsh Shelley Charitable Foundation, Inc.

SUBJECT: _____

(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

Sheldon McMullen

FROM: _____

Name (Printed or typed)

4816 W Gandy Blvd

Address

Tampa, FL 33611

City, State & Zip

813-992-2889

Daytime Telephone number

sdm@sdmlawfirm.com

E-mail address: (to be used for future annual report notification)

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

**ARTICLES OF INCORPORATION
OF
MARY WELSH SKELLEY CHARITABLE FOUNDATION, INC.
A Florida "Not for Profit" Corporation**

The undersigned, acting as incorporator of a corporation under Chapter 617 of Florida Statutes, adopts the following Articles of Incorporation:

Article I. NAME OF CORPORATION: The name of the Not For Profit Corporation is MARY WELSH SKELLEY CHARITABLE FOUNDATION, INC. (the "Corporation").

Article II. PRINCIPAL OFFICE: The principal office of the corporation is located at 4826 Cheval Blvd, Lutz, FL 33558.

Article III. CORPORATE PURPOSES AND POWERS: The Corporation shall have all of the powers to engage in and transact any lawful activity authorized under the Florida law (specifically, the Florida Not For Profit Corporation Act, Sections 617.0302, et. seq., as may hereinafter be amended) in order to accomplish the purposes for which this Corporation is formed, which purposes are exclusively charitable, educational and scientific and consist of the following:

1. This Corporation is formed exclusively for charitable, educational and scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law (the "IRS Code").
2. This Corporation will provide scholarships for children who need funds for after school activities, secondary education, higher education, and normal and reasonable living expenses while pursuing their education, and receive monies, services or properties from donors, contributions, grantors, sponsors, and any all lawful fund-raising activities with the goal and mission of aiding, supporting and assisting by gifts, contributions, scholarships, donations of funds to individuals so they can further their education after high school; it being understood that no part of the net earnings of the Corporation will inure to the benefit of any entity or individual, and no substantial part of the Corporation's activities will involve carrying on propaganda, promoting any political candidate or issue or otherwise attempt to influence legislation.
3. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, including organizing one or more subsidiary entities as permitted under Florida law, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, associations, trusts, institution, foundations, or governmental bureaus, departments or agencies.

4. All of the foregoing charitable and educational purposes shall be exercised exclusively in such a manner that the Corporation will comply with all requirements of Florida laws and regulations governing not-for-profit corporations and which will allow the Corporation to qualify as an exempt organization under 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.

Article IV. 501(c)(3) IRS CODE LIMITATIONS

1. **CORPORATE PURPOSES:** Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal and state income tax under section 501(c)(3) of the IRS Code, as amended, or the corresponding provision of any future United States Internal Revenue law.

2., **EXCLUSIVITY:** The Corporation is organized exclusively for charitable and educational purposes.

3. **NO PRIVATE INUREMENT:** The Corporation is not organized, nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits, or dividends to the Directors, Officers, or members (if any) thereof, or to any individual or entity, except as reasonable compensation for services actually performed in carrying out the Corporation's charitable and educational purposes. The property, assets, profits, and net income of the Corporation are irrevocably dedicated to charitable and educational purposes no part of which shall inure to the benefit of any individual or entity.

4. **LOBBYING AND POLITICAL CAMPAIGNS:** No substantial part of the activities of the Corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.

5. **DISSOLUTION:** Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to one or more organizations within or outside the State of Florida recognized as exempt under section 501(c)(3) of the IRS Code to be used exclusively for charitable and educational purposes, and/or shall be distributed to a State or Federal government or agency or subdivision thereof. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

Article V. BOARD OF DIRECTORS: The method of selection of the Board of Directors and number of directors shall be stated in the bylaws, as adopted by the Board of Directors, *provided however*, the Corporation shall have a minimum of three (3) individuals as members of its Board of Directors. The bylaws shall set forth the powers and duties and responsibilities of the Board of Directors, including their power to appoint officers and agents of the Corporation,

to admit members (in one or more classes) and to amend, from time to time, the Articles of Incorporation and the bylaws.

Article VI. NAMES, ADDRESSES, AND TITLES The following are the Directors/Officers of the Corporation. 4

<u>Name</u>	<u>Address</u>	<u>Title</u>
Robin Foster	4826 Cheval Blvd, Lutz, FL 33558	CEO
James Warner	4826 Cheval Blvd, Lutz, FL 33558	President
Karen Bednarski	4826 Cheval Blvd, Lutz, FL 33558	Vice President
Elizabeth Macken	4826 Cheval Blvd, Lutz, FL 33558	Treasurer
Jack Llewellyn	4826 Cheval Blvd, Lutz, FL 33558	Secretary

Article VII. REGISTERED AGENT: The name of the registered agent of the Corporation is:

Sheldon D. McMullen
Sheldon D. McMullen, P.A.
4816 W Gandy Blvd
Tampa, FL 33611

Article VIII. DURATION: The Corporation shall have a period of perpetual duration.

Article IX. INCORPORATOR: The name and address of the incorporator is:

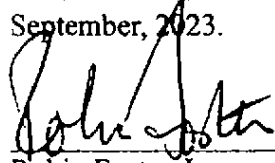
Robin Foster
4826 Cheval Blvd.
Lutz, FL 33558

Article X. INDEMNIFICATION: Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he/she is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him/her (or by his/her heirs, executors, or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his/her duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors, or administrators) may be entitled to apart from this Article.

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2023 SEP 28 PM 2:21
SECRETARY OF STATE
TALLAHASSEE, FL

EXECUTION

These Articles of Incorporation are hereby executed by the incorporator on this 26 day of September, 2023.



Robin Foster, Incorporator

REGISTERED AGENT'S ACCEPTANCE OF APPOINTMENT

I hereby accept my appointment as registered agent for MARY WELSH SKELLEY FOUNDATION CHARITY, INC., a Florida not-for-profit corporation on this 26 day of September, 2023.



Sheldon D. McMullen

SECRETARY OF STATE
TALLAHASSEE, FL

2023 SEP 28 PM 2:21

FILED