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Florida Department of State

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**FLORIDA PROFIT/NON PROFIT CORPORATION****ARK Big Ideas Foundation**

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Electronic Filing Menu

Corporate Filing Menu

Help

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**Articles of Incorporation  
of  
ARK Big Ideas Foundation Corp.**

The undersigned natural person of the age eighteen years or more, acting as organizer of a non-profit corporation under the Florida Not For Profit Corporation Act (the "Act"), adopts these Articles of Incorporation for such non-profit corporation:

**Article 1 - Name and Type**

The name of the filing entity being formed is ARK Big Ideas Foundation Corp. (the "Foundation"). The Foundation is a Florida non-profit corporation and its duration is perpetual.

**Article 2 - Principal Place of Business**

The principal place of business and mailing address of the Foundation is 1104 4<sup>th</sup> St. South, St. Petersburg, Florida 33701.

**Article 3 - Registered Agent and Registered Office**

The name and Florida street address of the registered agent is Florida Registered Agents Inc., 7901 4<sup>th</sup> Street N, Ste. 300, St. Petersburg, FL 33702.

**Article 4 - Management; Manner of Election of Directors**

The management of the affairs of the Foundation is vested in the board of directors composed of such number of persons (not less than three) as may be fixed by the bylaws of the Foundation. The manner in which directors are elected or appointed is provided in the bylaws. The number of directors constituting the initial board of directors and the names and addresses of the persons to serve as directors until their successors are elected and qualified are:

Cathie Wood, 1104 4<sup>th</sup> St. South, St. Petersburg, Florida 33701  
Lisa Dodd, 1104 4<sup>th</sup> St. South, St. Petersburg, Florida 33701  
Paul Wilson, 1104 4<sup>th</sup> St. South, St. Petersburg, Florida 33701  
Forest Wolfe, 1104 4<sup>th</sup> St. South, St. Petersburg, Florida 33701  
Tom Staudt, 1104 4<sup>th</sup> St. South, St. Petersburg, Florida 33701

**Article 5 - Membership**

The Foundation will have no members.

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**Article 6 - Purpose**

A. The Foundation is organized and operated exclusively for charitable, scientific, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "*Internal Revenue Code*"), including, for such purposes, making distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax laws.

B. The Foundation may solicit, accept, hold, invest, reinvest, and administer any gifts, legacies, bequests, devises, funds, and property of any sort and to use, expend, or donate the income or principal thereof exclusively for the exempt purposes set forth herein. The Foundation is further authorized to do any and all lawful acts and things which may be necessary, useful, suitable or proper for the furtherance or accomplishment of its exempt purposes; however, the Foundation will not carry on, other than as an insubstantial part of its activities, activities not in furtherance of its federal tax-exempt purposes.

C. The Foundation is a non-profit corporation and will have all of the powers, duties, authorizations, and responsibilities as provided in the Act, provided, however, the Foundation will neither have nor exercise any power, nor will it engage directly or indirectly in any activity, that would invalidate its status as a non-profit corporation that is exempt from federal income taxation as an organization described in section 501(c)(3) of the Internal Revenue Code and the regulations promulgated thereunder. Except as specifically limited by these Articles or its bylaws, the Foundation may exercise all rights and powers in furtherance of the purposes as set forth herein and as are or may hereafter be conferred on non-profit corporations under the laws of the State of Florida.

**Article 7 - Activities**

No part of the net earnings of the Foundation will inure to the benefit of, or be distributable to any directors, officers, trustees, members, or other private persons, except that the Foundation will be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes in these Articles of Incorporation. No director, officer, trustee, member, or other private individual will be entitled to share in the distribution of any of the Foundation's assets on winding-up and termination. No substantial part of the activities of the Foundation will be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Foundation will not participate in, 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. Notwithstanding any other provision of these Articles of Incorporation, the Foundation will not, except to an insubstantial degree, engage in any activities or exercise any powers that aren't to further the purposes of the Foundation.

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**Article 8 - Distributions Upon Dissolution**

Upon the dissolution of the Foundation, assets will be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or will be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of will be disposed of by a court of competent jurisdiction of the county in which the principal office of the Foundation is then located, exclusively for such purposes or to such organization or organizations, as said court will determine, which are organized and operated exclusively for such purposes.

**Article 9 - Limitation of Liability; Indemnification**

A. Except as may be limited in the bylaws and subject to any restrictions imposed in the Internal Revenue Code or otherwise by law, to the fullest extent permitted by the laws of the State of Florida, as the same will exist on the date hereof or will from time to time be hereafter amended, a director of the Foundation will not be personally liable to the Foundation or any other person for monetary damages for any action taken or failure to act in their capacity as a director of the Foundation.

B. Subject to any restrictions imposed in the Internal Revenue Code, the Act, or otherwise by law, the Foundation will provide indemnification of its officers, directors, employees and agents to the fullest extent permitted by the laws of the State of Florida, as the same will exist on the date hereof or will from time to time be hereafter amended.

**Article 10 - Organizer**

The name and address of the organizer is Elizabeth Daane, 2929 Carlyle St., Suite 220, Dallas, Texas 75204.

**Article 11 - Other Restrictions**

If the Foundation is ever deemed to be a private foundation as defined in Section 509 of the Internal Revenue Code, or the corresponding provision of any subsequent federal tax law, the Foundation will:

- (a) Distribute its income and such part of its capital as may be required by law 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 Internal Revenue Code, or corresponding provision of any subsequent federal tax law;

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- (b) Not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code, or corresponding provision of any subsequent federal tax law;
- (c) Not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code, or corresponding provision of any subsequent federal tax law;
- (d) Not make any investments in such manner as to subject itself to tax under Section 4944 of the Internal Revenue Code, or corresponding provision of any subsequent federal tax law; and
- (e) Not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code, or corresponding provision of any subsequent federal tax law.

These Articles of Incorporation become effective when filed with the Department of State of Florida.

Elizabeth Daane

Elizabeth Daane

December 28, 2023

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