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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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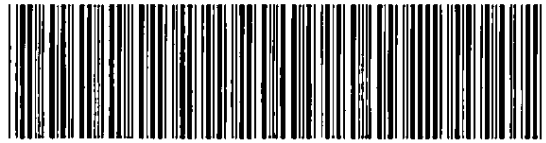
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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## COVER LETTER

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

**SUBJECT:** THE ANDREW & SALLY QUALE FOUNDATION, INC.

Enclosed is an original and one (1) copy of the Certificate of Domestication and a check for:

**FEES:**

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	<u>\$78.75</u>
Total to domesticate and file	\$128.75

**OPTIONAL:**

Certificate of Status	\$ 8.75
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Andrew C. Quale III

Name (printed or typed)

184 Rainbow Drive 8489

Address

Livingston, TX 77399

City, State & Zip

917-796-6796

Daytime Telephone Number

acq3@acq3.com

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


**NOT FOR PROFIT  
CERTIFICATE OF DOMESTICATION**

The undersigned, Andrew C. Quale III, President  
(Name) (Title)  
of THE ANDREW & SALLY QUALE FOUNDATION a foreign Corporation  
(Corporation Name)  
in accordance with section 617.1803, Florida Statutes, does hereby certify:

1. The date on which corporation was first formed was December 24th, 1986.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was ILLINOIS.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was THE ANDREW & SALLY QUALE FOUNDATION.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 617.01201 and 617.0202 with this certificate is THE ANDREW & SALLY QUALE FOUNDATION, INC.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was ILLINOIS.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 617.1803.

I am Andrew C. Quale III of 184 Rainbow Drive, Unit 8489, Livingston, TX 77399

and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this the 25th day of October, 2023.



(Authorized Signature)

Filing Fee:	
Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	<u>\$78.75</u>
Total to domesticate and file	<u>\$128.75</u>

**ARTICLES OF INCORPORATION**  
In compliance with Chapter 617, F.S. (Not for Profit)

**ARTICLE I      NAME**

The name of the corporation shall be:

**THE ANDREW & SALLY QUALE FOUNDATION, INC.**

**ARTICLE II      PRINCIPAL OFFICE**

The principal place of business/mailling address shall be:

Principal Address

Mailing Address

117 56th Avenue S

184 Rainbow Drive

Unit 310

Unit 8489

Saint Petersburg, FL 33705

Livingston, TX 77399

**ARTICLE III      PURPOSE**

The purpose for which the corporation is organized:

See attached article III.

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**ARTICLE IV MANNER OF ELECTION**

The manner in which the directors are elected or appointed:

As stated in the bylaws.

**ARTICLE V INITIAL DIRECTORS AND/ OR OFFICERS**

The name(s) and address(es) and specific title(s):

Title/Name

DPST Andrew C. Quale III

184 Rainbow Drive, 8489

Livingston, TX 77399

Title/Name

Title/Name

DV Andrew C. Quale Jr.

117 56th Ave S, 310

Saint Petersburg, FL 33705

Title/Name

Title/Name

D Sally Sterling Ellis

117 56th Ave S, 310

Saint Petersburg, FL 33705

Title/Name

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**ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Andrew C. Quale Jr.

117 56th Avenue S, Unit 310

Saint Petersburg, FL 33705

**ARTICLE VII INCORPORATOR**

The name and address of the incorporator is:

Andrew C. Quale III

184 Rainbow Drive, Unit 8489

Livingston, TX 77399

\*\*\*\*\*  
*Having been named as registered agent and 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.*

Andrew C. Quale Jr.

Signature/Registered Agent

10/25/23

Date

Andrew C. Quale III

Signature/Incorporator

2023-10-25

Date

FILED

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### Article III

The corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including for such purposes the making of distributions to domestic and foreign organizations that are exempt from Federal income tax under Section 501(c)(3) and described in Section 509(a)(1), (2) or (3).

No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, directors, officers, or other private persons, 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 the purposes set forth above.

The corporation itself shall not conduct a post-secondary educational institution or vocational school or receive any child for care or placement apart from its parents. The corporation shall not carry on propaganda or otherwise attempt in any way to influence legislation or participate or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any provision of these Articles of Incorporation to the contrary, the corporation:

- a) shall not
  - i. carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under Section 501(c)(3) or by a corporation, contributions to which are deductible under Section 170(c)(2),
  - ii. engage in any act of self-dealing (as defined in Section 4941(d)),
  - iii. retain any excess business holdings (as defined in Section 4943(c)),
  - iv. make any investments in such manner as to subject the corporation to tax under Section 4944, or
  - v. make any taxable expenditures (as defined in Section 4945(d)); and
- b) shall distribute its income for each taxable year at such time and in such manner as not to subject the corporation to tax under Section 4942.

Upon dissolution of the corporation or winding up of its affairs, the assets of the corporation shall be applied and distributed as follows:

- a) All liabilities and obligations of the corporation shall be paid, satisfied and discharged, or adequate provision shall be made therefor;
- b) Assets held by the corporation upon condition requiring return, transfer or conveyance, which condition occurs by reason of the dissolution or winding up, shall be returned, transferred, or conveyed in accordance with such requirements; and
- c) All remaining assets not disposed of under either of the preceding paragraphs (a) or (b) shall be transferred or conveyed to one or more charitable, religious, educational, or scientific organizations exempt from Federal income tax under Section 501(c)(3) and
  - i. which are described in Section 509(a)(2) or (3), and
  - ii. to which deductible contributions can be made under Section 170(c)(2) as the Board of Directors shall select.

All statutory references herein are to the Internal Revenue Code of 1986, as amended (and corresponding provisions of any subsequent United States internal revenue law).

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