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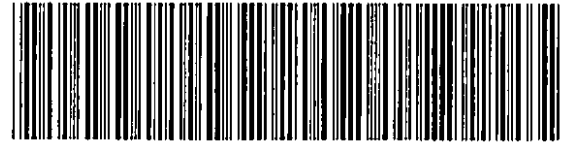
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ARTICLES OF INCORPORATION

OF

THE DAVIS FOUNDATION, INC.,

a Florida not-for-profit corporation

The undersigned person, acting as the incorporator of a corporation not-for-profit under the Florida Not-for-Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes ("the Florida Act"), adopts the following Articles of Incorporation for THE DAVIS FOUNDATION, INC.:

ARTICLE I – NAME

The name of the corporation is THE DAVIS FOUNDATION, INC., a Florida not-for-profit corporation (the "Foundation").

ARTICLE II – ADDRESS

The principal address of the Foundation is 700 West Granada Boulevard, Suite #203, Ormond Beach, Florida 32174.

ARTICLE III – DURATION

The period of duration for the Foundation shall be perpetual or until such time as the Board of Directors shall adopt a resolution recommending that the Foundation be dissolved pursuant to the Florida Act.

ARTICLE IV – PURPOSE

The Foundation is a not-for-profit corporation. The purposes for which the Foundation is organized are:

- (a) The specific and primary purposes for which the Foundation is formed are to provide for the health, education and welfare of disadvantaged children and the health and welfare of animals in Florida, and for other charitable purposes. The Foundation will invest its corpus to produce income which will be distributed to public charities for the purposes set forth herein, as required by the Private Foundation Rules of the Internal Revenue Code.
- (b) The general purposes for which the Foundation is formed are to operate exclusively for charitable purposes which will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code ("Code"), or corresponding provisions of any subsequent federal tax laws, including, for those purposes, the

making of distributions to organizations which qualify as tax-exempt organizations under that Section. The general purposes include all purposes, power and privileges conferred upon the Foundation by the Florida Act.

- (c) The Directors shall distribute the Foundation's income for each taxable year at such time and in such manner as not to subject the Foundation to tax under Section 4942 of the Code, and the Foundation shall be prohibited from engaging in any act of self-dealing as defined in Section 4941(d) of the Code, from retaining any excess business holdings as defined in Section 4943(c) of the Code, from making investments in such manner as to subject the Foundation to tax under Section 4944 of the Code, and from making any taxable expenditures as defined in Section 4945(d) of the Code.
- (d) The Directors may at any time, in their discretion, devote any part or all of the income or corpus of the properties in its hands to any one or more of the purposes stated; or in their discretion may retain any portion of the corpus of said properties to produce income to be used for the purposes of the Foundation.
- (e) The Foundation shall not be authorized to accept gifts or contributions for any purpose other than the purposes hereinbefore stated.
- (f) The term "income" as herein used shall be held to mean any and all earnings which the Foundation may realize from investments, or the ownership of property donated or contributed to it. All gifts and donations to the Foundation shall be considered corpus.

ARTICLE V – REGISTERED AGENT

The name and address of the Foundation's initial registered agent is Elan R. Kaney, Esq., 523 N. Halifax Ave., Daytona Beach, FL 32118.

ARTICLE VI – NO MEMBERS

As provided in the Bylaws, the Foundation shall not have members, and shall not issue membership certificates. The Foundation shall not issue shares of stock.

ARTICLE VII – BOARD OF DIRECTORS

The powers of the Foundation will be exercised, and its affairs will be conducted, by a Board of Directors. The Board of Directors of the Foundation will consist of at least three (3) voting Directors; provided, however, that that number may be changed by a bylaw duly adopted pursuant to the Bylaws of the Foundation. The manner and election of the Board of Directors shall be regulated in the Bylaws.

The names and addresses of the persons who are to serve as the initial directors are:

DIANE ZARR

3 Farragut Drive
Palm Coast, Florida 32137-8207

DAVID HOLLAND

700 W Granada Blvd
Ormond Beach, FL 32174

LEWIS HEASTER

195 Coquina Ct.
Ormond Beach, FL 32176

ARTICLE VIII – OFFICERS

The Board of Directors shall elect the following officers: Executive Director, Secretary and Treasurer, and any other officers which the Bylaws of the Foundation authorize the Directors to elect. Initially, officers shall be elected at the first annual meeting of the Board of Directors. Until that election is held, the following persons shall serve as corporate officers:

Executive Director: David Holland

President: Diane Zarr

Secretary/Treasurer: Lewis Heaster

ARTICLE IX – INCORPORATOR

The name and address of the individual signing these Articles is:

DIANE ZARR

3 Farragut Drive
Palm Coast, Florida 32137-8207

ARTICLE X - BYLAWS

Subject to the limitations contained in the Bylaws and any limitations set forth in the Florida Act described above that cannot be altered by a provision in the Articles of Incorporation or Bylaws, the Board of Directors of the Foundation may adopt, modify or rescind bylaws from time to time, or new bylaws may be adopted in the manner provided in the Bylaws from time to time.

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ARTICLE XI – RESTRICTIIONS ON NET EARNINGS AND ACTIVITIES

The assets of the Foundation are irrevocably dedicated to the purposes described in Article IV above, and no part of the net earnings of the Foundation shall inure to the benefit of or be distributed to its directors, officers, or other private persons, except that the Foundation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its charitable purposes. No substantial part of the activities of the Foundation shall consist of carrying on propaganda or otherwise attempting to influence legislation. The Foundation shall not participate or intervene in, or publish or distribute any statements in connection with, any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any provision of these Articles of Incorporation to the contrary, the Foundation shall not engage in any activities that are not permitted for a corporation which is exempt from federal income tax under Section 501(c)(3) of the Code, or to which contributions are deductible from federal taxation under Sections 170(c), 2055(a), or 2522(a) of the Code.

ARTICLE XII – ADDITIONAL RESTRICTIONS

The Foundation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code. The Foundation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code. The Foundation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code. The Foundation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code. The Foundation will not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE XIII– DISSOLUTION

Upon the dissolution or winding up of the Foundation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Foundation, shall be distributed to a not-for-profit fund, foundation, or corporation which has established its tax-exempt status under Section 501(c)(3) of the Code, or the corresponding section of any future federal tax code. Any such asset not so disposed of must be disposed of by a court of competent jurisdiction in the county in which the principal office of the Foundation is then located, exclusively 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.

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ARTICLE XIV – AMENDMENT

These Articles of Incorporation may be amended by the unanimous vote of the Board of Directors.


I, the undersigned, being the incorporator of the Foundation, for the purpose of forming this not-for-profit charitable corporation under the laws of Florida, have executed these Articles of Incorporation on December 15, 2023.



DIANE ZARR

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as Registered Agent and to accept the service of process for the above-stated Foundation at the place designated in these Articles, ELAN R. KANEY, ESQ., hereby accepts the appointment as Registered Agent and agrees to act in this capacity. ELAN R. KANEY, ESQ., further agrees to comply with the provisions of all statutes relating to the proper and complete performance of her duties and is familiar with and accepts the obligations of her position as Registered Agent as provided for in Chapter 617 of the Florida Statutes.



ELAN R. KANEY, ESQ.

December 15, 2023

Date