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FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
COMMERCIAL
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**FLORIDA PROFIT/NON PROFIT CORPORATION
THE MADISON LIONS CLUB FOUNDATION, INC.**

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3

8:17

Electronic Filing Menu

Corporate Filing Menu

Help

**ARTICLES OF INCORPORATION
OF
THE MADISON LIONS CLUB FOUNDATION, INC.
A FLORIDA NON-PROFIT CORPORATION**

**ARTICLE I
NAME**

The name of this corporation is THE MADISON LIONS CLUB FOUNDATION, INC. (sometimes referred to herein as the or this "Corporation"), and it is a not-for-profit corporation organized under the laws of the State of Florida. The business of the Corporation is being conducted as THE MADISON LIONS CLUB FOUNDATION, INC.

**ARTICLE II
DURATION**

The period of duration of the Corporation is perpetual.

**ARTICLE III
PURPOSES**

The Corporation is formed as a not-for-profit corporation for any lawful purposes not expressly prohibited under the Florida Not For Profit Corporation Act, and shall operate exclusively for charitable, religious, literary, educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. Notwithstanding the foregoing, the Corporation's purposes also include the limited participation of the Corporation in any other activities, including taxable activities, but only to the extent such activities would be permitted by a tax-exempt organization. More particularly, but without limitation, the purpose of the Corporation is to provide for and support the educational, recreational, physical, mental, emotional and spiritual needs of the residents of Madison County, Florida and surrounding counties; and to accept, hold, invests and administer any gifts, legacies, bequests, funds, and property of any sort or nature, and to use, expend and/or donate the income and/or principal thereof for, and to devote the same to the foregoing purposes of the Corporation; and to do any and all lawful acts and things that may be necessary, useful, suitable, or proper for the furtherance of accomplishment of the Corporation. Provided however, no act may be performed which would violate Section 501(c)(3) of the Internal Revenue Code, as it now exists or as it may hereafter be amended.

**ARTICLE IV
NON-PROFIT NATURE**

4.01 Prohibited Distributions:

The Corporation is organized exclusively for charitable, religious, literary, educational and scientific purposes. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 herein. The Corporation is not organized and shall not be operated for the private gain of any person. The property of the Corporation is irrevocably dedicated to its charitable, religious, literary, educational and scientific purposes. No part of the assets, receipts, or net earnings of the Corporation shall inure to the benefit of, or be distributed to any individual. The Corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles of Incorporation.

4.02 Prohibited Activities:

Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on: (i) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (ii) by a corporation, contributions to which are deductible under Section 170(e)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code. No substantial part of the Corporation's activities shall be the carrying on for propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

4.03 Personal Liability:

No officer or Director of the Corporation shall be personally liable for the debts or obligations of the Corporation of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of the Corporation.

4.04 Dissolution:

Upon termination or dissolution of the Corporation, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation. The organization to receive the assets of the Corporation hereunder shall be selected by the discretion of a majority of the managing body (being the Board of Directors) of the Corporation and if the Directors cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the Corporation by one (1) or more of the Directors, which verified petition shall contain such statements as reasonably indicate the applicability of

this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Florida. In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to the Corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Florida to be added to the general fund.

ARTICLE V
BOARD OF DIRECTORS

5.01 Governance By Board of Directors:

The Corporation shall be governed by its Board of Directors, and the powers of the Corporation shall be exercised, its properties controlled, and its affairs conducted by its Board of Directors. The number of Directors may be increased or decreased from time to time, but shall never be less than three (3). The method of selecting the Directors shall be stated in the Bylaws of the Corporation. The initial Directors of the corporation shall be as follows:

	<u>Name</u>	<u>Address</u>
1.	Timothy A. Dunn	233 NW Armadillo Trail Madison Florida 32340
2.	Stanley C. Bonk	P.O. Box 217 Lee, Florida 32059
3.	John McQuaid	1238 NE Garden Rd. Madison, Florida 32340
4.	Katherine A. Brooks	233 N. Washington Ave. Madison, Florida 32340
5.	James "Jimmy" Sale	P.O. Box 732 Madison, Florida 32341

ARTICLE VI
OFFICERS

6.01 Appointment of Officers:

The Corporation shall also have a President, a Secretary and a Treasurer, who shall be appointed by the Board of Directors, and whose duties shall be as set forth in the Bylaws. One person may

hold more than one office. The Board of Directors may also appoint one or more Vice-Presidents and other officers as deemed desirable by the Board of Directors.

ARTICLE VII
MEMBERSHIP

The Corporation shall have no members as is authorized by Section 617.0601(1)(a), Florida Statutes. The management of the affairs of the Corporation shall be vested in its Board of Directors.

ARTICLE VIII
AMENDMENTS

Any amendment to the Articles of Incorporation may be adopted by approval of a majority of the Board of Directors.

ARTICLE IX
ADDRESSES OF THE CORPORATION


The principle place of business for the Corporation is located at 233 NW Armadillo Trail Madison Florida 32340. The mailing address of the Corporation is 233 NW Armadillo Trail, Madison Florida 32340.

ARTICLE X.
INITIAL REGISTERED AGENT

The name and street address of the registered agent of the Corporation is TIMOTHY A. DUNN, 233 NW Armadillo Trail, Madison Florida 32340.

ARTICLE XI
INCORPORATOR

The name and address of the incorporator of the Corporation is TIMOTHY A. DUNN, 233 NW Armadillo Trail, Madison Florida 32340.



Timothy A. Dunn
Incorporator

Dated: May 9, 2024.

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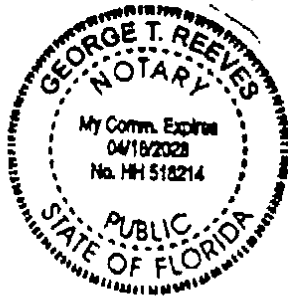
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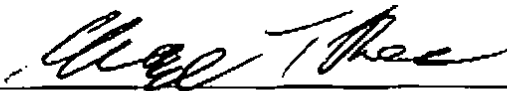
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8:17

STATE OF FLORIDA
COUNTY OF MADISON


I HEREBY CERTIFY that on this day before me, an officer duly authorized in the State and County named above to take acknowledgments, personally appeared by means of ☒ physical presence or ☐ online notarization, TIMOTHY A. DUNN, before me known to be the persons described as the incorporator in, and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to these Articles of Incorporation.




(Signature of Notary Public—State of Florida)

(Print, Type, or Stamp Commissioned Name of Notary Public)

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OR PROCESS WITHIN FLORIDA, NAMING REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED. IN COMPLIANCE WITH FLA. STAT. 48.091, THE FOLLOWING IS SUBMITTED: THE MADISON LIONS CLUB FOUNDATION, INC., TO ORGANIZE OR QUALIFY UNDER THE LAWS OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT 233 NW ARMADILLO TRAIL, MADISON FLORIDA 32340. TIMOTHY A. DUNN, 233 NW ARMADILLO TRAIL, MADISON FLORIDA 32340, HAS NAMED TIMOTHY A. DUNN, WHOSE PHYSICAL ADDRESS IS 233 NW ARMADILLO TRAIL, MADISON FLORIDA 32340, AND WHOSE MAILING ADDRESS IS 233 NW ARMADILLO TRAIL, MADISON FLORIDA 32340, AS ITS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.


Timothy A. Dunn
Incorporator

Dated: May 9, 2024.

2024

7

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8:18

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HAVING BEEN NAMED REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF THAT POSITION, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.



Timothy A. Dunn
Registered Agent

Dated: May 9, 2024.

2024

7

STATE
8:18