

Florida Department of State
Division of Corporations
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2024 OCT 28 PM 4:47

FLORIDA PROFIT/NON PROFIT CORPORATION
Nancy Crawford Foundation, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

COVER LETTER

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

SUBJECT: Nancy Crawford Foundation, Inc.

(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

FROM: Kristin Z. Noon

Name (Printed or typed)

1150 Walnut Street

Address

Newton, MA 02461

City, State & Zip

617-630-6900

Daytime Telephone number

info@hurwitassociates.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
In compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be: Nancy Crawford Foundation, Inc.

ARTICLE II PRINCIPAL OFFICE

Principal street address:
2000 Portofino Circle, Suite 109

Palm Beach Gardens, FL 33418

Mailing address, if different is:

ARTICLE III PURPOSE

The purpose for which the corporation is organized is: Please see attached.

ARTICLE IV MANNER OF ELECTION The manner in which the directors are elected and appointed: As stated in bylaws.

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

Name and Title: Todd Brazee, President and Director

Address: 2000 Portofino Circle, Suite 109
Palm Beach Gardens, FL 33418

Name and Title:

Address:

Name and Title: Nicholas P. Daly, Treasurer and Director

Address: 2000 Portofino Circle, Suite 109
Palm Beach Gardens, FL 33418

Name and Title:

Address:

Name and Title: Heather Johnson, Secretary and Director

Address: 2000 Portofino Circle, Suite 109
Palm Beach Gardens, FL 33418

Name and Title:

Address:

Name and Title: Name and Title:

Address: Address:

Name and Title: Name and Title:

Address: Address:

ARTICLE VI REGISTERED AGENT

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

Name: Todd Brzee
Address: 2000 Portofino Circle, Suite 109
Palm Beach Gardens, FL 33418

ARTICLE VII INCORPORATOR

The name and address of the incorporator is:

Name: Kristin Z. Noon
Address: 1150 Walnut Street
Newton, MA 02461

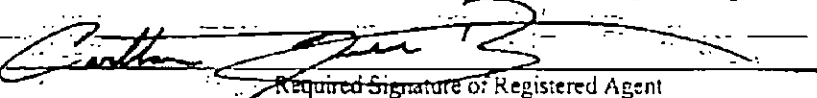
ARTICLE VIII EFFECTIVE DATE:

Effective date, if other than the date of filing: (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five days prior or 90 days after the filing.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Having been named as registered agent 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


Required Signature of Registered Agent

10-24-2024
Date

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.


Required Signature of Incorporator

10/28/2024
Date

**ATTACHMENT TO ARTICLES OF INCORPORATION
NANCY CRAWFORD FOUNDATION, INC.**

In Compliance with Chapter 617, F.S. (Corporations Not for Profit)

ARTICLE III: PURPOSE

The corporation is organized and shall be operated exclusively for charitable, religious, educational, scientific, and literary purposes, including but not limited to, educating the public about post-traumatic stress disorder (PTSD) and trauma; providing educational information about therapies to treat PTSD and trauma, and activities related thereto.

The corporation may, as permitted by law, engage in any and all activities in furtherance of, related to, or incidental to these purposes which may lawfully be carried on by a corporation formed under the Florida Not For Profit Corporation Act and which are not inconsistent with the corporation's qualification as an organization described in Section 501(c)(3) of the Internal Revenue Code, as amended (referred to herein as the "Code," and in all cases including the corresponding section of any subsequent tax law).

ARTICLE IX: ADDITIONAL PROVISIONS

(a). Restrictions on Activities

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable 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 of the corporation. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the corporation shall neither participate nor 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, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

(b). Indemnification

The corporation shall, to the extent legally permissible, indemnify each person who may serve or who has served at any time as an officer or director of the corporation against all expenses and liabilities, including, without limitation, counsel fees, judgments, fines, excise taxes, penalties and settlement payments, reasonably incurred by or imposed upon such person in connection with any threatened, pending or completed action, suit or proceeding in which he or she may become involved by reason of his or her service in such capacity; provided that no indemnification shall be provided for any such person with respect to any matter as to which he or she shall have been finally adjudicated in any proceeding not to have acted in good faith in the reasonable belief that such action was in the best interests of the corporation; and further provided that any compromise or settlement payment shall be approved by the corporation.

**ATTACHMENT TO ARTICLES OF INCORPORATION
NANCY CRAWFORD FOUNDATION, INC.**

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The indemnification provided hereunder shall inure to the benefit of the heirs, executors and administrators of persons entitled to indemnification hereunder. The right of indemnification under this provision shall be in addition to and not exclusive of all other rights to which any person may be entitled.

This provision constitutes a contract between the corporation and the indemnified persons. No amendment or repeal of this provision which adversely affects the right of an indemnified person shall apply to such person with respect to those acts or omissions which occurred at any time prior to such amendment or repeal.

(c). Limitation on Personal Liability

No officer or director of the corporation shall be personally liable for monetary damages to any person for any statement, vote, decision, or failure to take an action, regarding organizational management or policy unless: (a) the officer or director breached or failed to perform his or her duties as an officer or director; and (b) the officer or director's breach of, or failure to perform, his or her duties constitutes: (1) a violation of the criminal law, unless the officer or director had reasonable cause to believe his or her conduct was lawful or had no reasonable cause to believe his or her conduct was unlawful; (2) a transaction from which the officer or director derived an improper personal benefit, directly or indirectly; or (3) recklessness or an act or omission that was committed in bad faith or with malicious purpose or in a manner exhibiting wanton and willful disregard of human rights, safety, or property.

(d). Dissolution

The dissolution of the corporation may be authorized at a meeting of the board of directors by a majority vote of the directors then in office. In the event of dissolution of the corporation, the board of directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation to the extent assets of the corporation permit, dispose of all the assets of the corporation exclusively for the purposes of the corporation, as the board of directors shall determine, in such manner as required by section 501(c)(3) of the Internal Revenue Code (or corresponding provision of any future United States Internal Revenue law) and in accordance with the laws of the State of Florida.