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Division of Corporations

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FLORIDA PROFIT/NON PROFIT CORPORATION

The Mark R. Aesch Foundation, Inc.

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ARTICLES OF INCORPORATION
OF
THE MARK R. AESCH FOUNDATION, INC.

In compliance with the requirements of the Florida Business Corporation Act (the "FBC"), the undersigned hereby acts as an incorporator in adopting and filing these Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation shall be **The Mark R. Aesch Foundation, Inc.**, (the "Corporation").

ARTICLE II: INITIAL PRINCIPAL OFFICE

The street and mailing address of the initial principal office of the Corporation is **11935 PASCO TRAILS BLVD, SPRING HILL, FLORIDA 34610.**

ARTICLE III: DURATION

The Corporation shall have a perpetual existence, commencing upon the filing of these Articles of Organization.

ARTICLE IV: PURPOSE

The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of 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 code.

The purposes for which this Corporation is organized are as follows:

- I. To operate as a non-profit corporation and shall operate exclusively for charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code.
- II. To support and cooperate with other charitable organizations.
- III. To receive, accept, maintain, hold, and distribute assets including but not limited to any property, whether real, personal, or mixed, by way of gift, bequest, devise, or purchase, from any person, firm, trust, or corporation, to be held, administered and disposed of in accordance with and pursuant to the provision of these Articles of Incorporation and the Bylaws.

ARTICLE V: 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.

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The organization to receive the assets of the Corporation shall be selected at the discretion of a majority of the Board of Directors of the Corporation. In the event that a majority of the Board of Directors of the Corporation cannot 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, and the verified petition shall contain such statements that 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 to organizations located within the State of Florida most closely aligned with the original organization for which the Corporation intended to have as its beneficiary.

In the event that the court shall find this section is applicable but that there is no qualifying organization known to it that has a charitable purpose, 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 VI: PROHIBITED DISTRIBUTIONS

No part of the net earnings, or properties of the Corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, 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 in its Articles of Incorporation, as may be amended from time to time or its Bylaws.

ARTICLE VII: RESTRICTED ACTIVITIES

No substantial part of the Corporation's activities shall be the carrying on of 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.

ARTICLE VIII: 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(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IX: GOVERNANCE

Subject to the limitations contained in these Articles of Incorporation, and to the provisions of law requiring corporate action to be exercised, authorized, or approved by the members of the corporation, all the lawful powers of the Corporation shall be vested in and exercised by or under the authority of the Board of Directors, and the business and affairs of the corporation shall be conducted and controlled by such board.

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The business and affairs of the Corporation shall be managed and directed by a Board of Directors, which shall be comprised of not fewer than three (3) nor more than seven (7) Directors. The duties of the Directors and the manner in which the Directors shall be elected shall be set forth in the Bylaws of the Corporation.

ARTICLE X: BYLAWS

The initial board of directors of the Corporation shall adopt initial Bylaws of the Corporation. The power to alter, amend, or repeal the Bylaws or to adopt new Bylaws shall be vested in the Board of Directors.

ARTICLE XI: TRUSTEES, DIRECTORS, AND OFFICERS

The Corporation shall have an initial board of directors and an initial board of trustees, each comprising at least three (3) members. The number of members may be adjusted according to the Corporation's Bylaws but must always be between three (3) and seven (7). Directors may serve on one or both boards and will possess the corporate powers outlined in the Bylaws.

The names and addresses of the individuals who will serve on the initial board of trustees and the initial board of directors are:

Title	Name	Address
DIRECTOR	JERRY A. SAHAGIAN	9 WYNCLIFF DRIVE SAUNDERSTOWN RI 02874
DIRECTOR	JULIA R. POPE	18737 WIMBLEDON CIRCLE LUTZ, FL 33558
DIRECTOR	LEONARD L. CASTIGLIONE	811 BUFFALO PARK DRIVE, #1801 HOUSTON, TX 77019
DIRECTOR	MARK R. AESCH	11935 PASCO TRAILS BLVD. SPRING HILL, FLORIDA 34610.

ARTICLE XII: MEMBERSHIP

The Corporation shall have no members.

ARTICLE XI: INDEMNIFICATION OF TRUSTEES, DIRECTORS AND OFFICERS

The Corporation shall indemnify, advance expenses, and hold harmless, to the fullest extent permitted by the FBCA and other applicable law as it presently exists or may hereafter be amended, any person (a "Covered Person") who was or is made or is threatened to be made a party or is otherwise involved in any action, suit, or proceeding, whether civil, criminal, administrative, or investigative, and whether formal or informal (a "Proceeding"), by reason of the fact that they, or a person for whom they are the legal representative, is or was a trustee, director or officer of the Corporation or, while a trustee, director or officer of the Corporation, is

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or was serving at the request of the Corporation as a trustee, director, officer, employee, or agent of another corporation or of a partnership, joint venture, trust, enterprise, or non-profit entity, including service with respect to employee benefit plans, against all liability, damages, and loss suffered and expenses (including attorneys' fees) actually and reasonably incurred by such Covered Person. Any amendment, repeal, or modification of this Article XI shall not adversely affect any right or protection hereunder of any person in respect of any act or omission occurring prior to the time of such repeal or modification.

ARTICLE XIII: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is **200 N. PIERCE STREET, SUITE 2A, TAMPA, FLORIDA, 33602**. The name of the initial registered agent of the Corporation at that office is **HARBOUR BUSINESS LAW**.

ARTICLE XIV: AMENDMENTS

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

ARTICLE XV: INCORPORATOR

The name and address of the Corporation's incorporator are as follows:

**MARK AESCH
11935 PASCO TRAILS BLVD
SPRING HILL, FL 34610**

ARTICLE XVI: EFFECTIVE DATE AND TIME

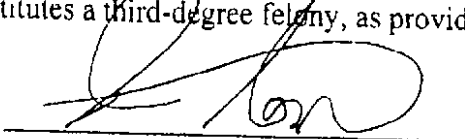
The effective date and time of these Articles of Incorporation shall be at 12:01 a.m. on the 15th day of January 2025.

Having been named as registered agent to accept service of process for the above-stated corporation at the place designated in these Articles of Incorporation. I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Registered Agent

1/15/25
Date

I submit these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Florida Department of State constitutes a third-degree felony, as provided for in Section 817.155 of the Florida Statutes.


Incorporator

1/15/25
Date

-- END --