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CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name  
TALLAHASSEE, FL 32301

Address  
222-1092

City State Zip Phone

CORPORATION(S) NAME

000002335370--9  
-10/31/97-01063-030  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Swiftly Mart Foundation, Inc.

SECRETARY OF STATE  
TALLAHASSEE, FL 32301  
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☐ Limited Liability Co.

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☐ Mark

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10/13/97

ARTICLES OF INCORPORATION  
FOR  
SWIFTY MART FOUNDATION, INC.

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TALLAHASSEE, FLORIDA

Article 1

The corporate name that satisfies the requirements of Section 617.0401 is SWIFTY MART FOUNDATION, INC. (the "Corporation").

Article 2

(a) The Corporation is organized exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), to support community charitable and educational projects, including without limitation, the support of children's charities, in north Florida and south Georgia and surrounding areas and to engage in any and all lawful activities incident to the foregoing purposes except as by law or herein restricted.

(b) The Corporation is not organized and shall not be operated for pecuniary gain or profit. No part of the property or net earnings of the Corporation shall inure to the benefit of or be distributable to its 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 herein. The Corporation shall not carry on propaganda, or otherwise attempt to influence legislation to such extent as would result in loss of its exemption from federal income tax under Section 501(c)(3) of the Code, and the Corporation shall not participate in, or intervene in (including publication or distribution of statements) any political campaign on behalf of 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 Code, as hereinafter amended, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code, as hereinafter amended.

Article 3

The address of the principal office and the mailing address of the Corporation is 325 John Knox Road, Building M, Suite 100, Tallahassee, Florida 32303.

Article 4

The street address of the initial registered office of the Corporation is c/o C T Corporation System, 8751 West Broward Blvd., City of Plantation, Florida 33324, and the name of its initial registered agent at such address is C T Corporation System.

#### Article 5

The Corporation is organized under a non-stock basis.

#### Article 6

The affairs of the Corporation shall be managed by a Board of Directors. The method of election of Directors is stated in the Bylaws.

#### Article 7

The number of Directors constituting the initial Board of Directors of the Corporation is three, and the names and addresses of the persons who are to serve initially are:

W. Clay Hamner	2200 W. Main Street, Suite 900 Durham, North Carolina 27705
Wayne M. Rogers	11828 La Grange Avenue Los Angeles, CA 90025
Charles B. Jenkins	325 John Knox Road Building M, Suite 100 Tallahassee, FL 32303

#### Article 8

The Corporation shall have no members.

#### Article 9

Upon the dissolution of the Corporation's affairs, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute, transfer, convey, deliver, and pay over all of the assets of the Corporation then remaining in the hands of the Corporation to any other organization qualifying under §501(c)(3) of the Code as an exempt organization, to be used exclusively for charitable purposes.

#### Article 10

(a) The Corporation shall distribute its income for each taxable year at such time and such manner as not to become subject to the tax on undistributed income imposed by §4942 of the Code (or the corresponding provision of any subsequent federal tax law).

(b) The Corporation shall not engage in any act of self-dealing as defined in §4941(d) of the Code (or any corresponding provision of any subsequent federal tax law).

(c) The Corporation shall not retain any excess business holdings as defined in §4943(c) of the Code (or any corresponding provision of any subsequent federal tax law).

(d) The Corporation shall not make any investments in such manner as to subject it to tax under §4944 of the Code (or any corresponding provision of any subsequent federal tax law).

(e) The Corporation shall not make any taxable expenditures as defined in §4945 (d) of the Code (or any corresponding provision of any subsequent federal tax law).

### Article 11

The name and address of the incorporator is W. Clay Hamner, 2200 W. Main Street, Suite 900, Durham, North Carolina 27705.

The undersigned has executed these Articles of Incorporation the 27<sup>th</sup> day of Oct, 1997.

By: [Signature]  
W. Clay Hamner, Incorporator

Having been named as registered agent and to receive service of process for the Corporation at the place designated in these provisions, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: 10-30-97

C T CORPORATION SYSTEM

By: [Signature]

Title: \_\_\_\_\_

JENNIFER F AULTMAN  
ASSISTANT SECRETARY

(Typed or Printed name)

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