

N98000004291

**McLin Burnsed Morrison  
Johnson Newman & Roy**

PROFESSIONAL  
ASSOCIATION

ATTORNEYS AT LAW

R. Dewey Burnsed  
Christopher V. Carlyle  
Stephen W. Johnson  
Walter S. McLin, III  
G. Michael Mahoney  
Fred A. Morrison  
Richard P. Newman  
John R. Reid, Jr.  
Steven M. Roy  
Jeffrey P. Skates  
Phillip S. Smith

July 21, 1998

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

300002596163-- 9  
-07/23/98--01023--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

SUBJECT: The McLin Family 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  
& Certification

☐ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certification

**ADDITIONAL COPIES REQUIRED**

PREPARED BY & RETURN TO: Walter S. McLin, III, Esq.  
McLin, Burnsed, Morrison, Johnson,  
Newman & Roy, P.A.  
P.O. Box 491357  
Leesburg, FL 34749-1357  
(352) 787-1241

FILED  
98 JUL 23 PM 1:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98-7-24-98

REPLY TO LEESBURG OFFICE: 918 West Main Street, P.O. Box 491357, Leesburg, Florida 34749-1357 ■ 352/787-1241 FAX: 352/787-4265

VILLAGES OF LADY LAKE OFFICE: 1100 Main Street, #211, Lady Lake, Florida 32159 ■ 352/753-4690 FAX: 352/753-0496

**ARTICLES OF INCORPORATION  
THE McLIN FAMILY FOUNDATION, INC.  
(A FLORIDA CORPORATION NOT FOR PROFIT)**

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TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

The name of this corporation is The McLin Family Foundation, Inc., and shall be hereinafter referred to as the "Corporation" in these Articles.

**ARTICLE II - STREET ADDRESS**

The street address of the principal office and the mailing address of this Corporation is 1000 West Main Street, Leesburg, Florida 34749.

**ARTICLE III - PURPOSE**

Said Corporation is organized exclusively for charitable, religious, educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law). Notwithstanding any other provision of these Articles, this Corporation shall not carry on any other activities not permitted to be carried on by (1) a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue law), or (2) a corporation contributions to which are deductible under 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law).

**ARTICLE IV - POWERS**

This Corporation shall have all powers granted by law to not-for-profit corporations subject to the following limitations and restrictions:

- a. 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 in this Article IV. 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 not participate in, or intervene in (including the publishing 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 Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law).

- b. No member, trustee, officer or private individual shall be entitled to share in the distribution of any corporate assets upon dissolution of the Corporation. Upon the dissolution of the Corporation, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of the residual assets of the Corporation to one or more organizations which themselves qualify as exempt organizations described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law (or to a Federal, State or local government for exclusive public purpose, as the Board of Trustees shall determine.
- c. The Corporation shall not engage in any prohibited activity as defined in Florida Statute Section 617.0105 (1988) or as subsequently amended.

#### **ARTICLE V - MEMBERSHIP**

The Corporation shall have no capital stock and shall be composed of members rather than stockholders. The membership of the Corporation shall consist of the individuals consisting of the Board of Trustees hereinafter provided, and their successors in office.

#### **ARTICLE VI - INCORPORATORS**

The names and addresses of the Incorporators of the Corporation are:

Walter S. McLin, III	1000 West Main Street Leesburg, FL 34749
Gwen F. McLin	1000 West Main Street Leesburg, FL 34749
Shannon McLin Carlyle	709 Mound Avenue Leesburg, FL 34748

#### **ARTICLE VII - BOARD OF TRUSTEES**

Control of the affairs of the Corporation shall be vested in the Board of Trustees consisting of not less than three (3) Trustees, who shall be elected on an annual basis, but the term of office of any member of the Board of Trustees may be for a period of more than one (1) year as

provided in the ByLaws. The number of Trustees may be increased or decreased, by a two-third (2/3) vote of the Board of Trustees, but shall never be less than three (3) Trustees. The initial Board of Trustees shall be composed of three (3) Trustees. The Board of Trustees shall be elected by the Board of Trustees at the annual meeting of the Board of Trustees. Vacancies on the Board of Trustees shall be filled by a two-third (2/3) vote of the remaining members of the Board. Any members of the Board of Trustees elected by the Board of Trustees to fill a vacancy shall hold office until the next annual meeting of the Board of Trustees. The names and addresses of the first members of the Board of Trustees who shall serve until their successors are duly elected and qualified are:

Walter S. McLin, III

1000 West Main Street  
Leesburg, FL 34749

Gwen F. McLin

1000 West Main Street  
Leesburg, FL 34749

Shannon McLin Carlyle

709 Mound Avenue  
Leesburg, FL 34748

#### **ARTICLE VIII - OFFICERS**

- A. The officers of the Corporation shall be a President, one or more Vice-Presidents, a Secretary and a Treasurer, and such other officers as may be provided in the ByLaws.
- B. The names of the persons who are to serve as officers of the Corporation until the first meeting of the Trustees are:  
  
President - Gwen F. McLin  
Vice President - Shannon McLin Carlyle  
Treasurer - Walter S. McLin, III
- C. The officers shall be elected in the manner provided in the ByLaws.

#### **ARTICLE IX - REGISTERED AGENT**

The registered agent is Christopher V. Carlyle and the registered office of the Corporation is 1000 West Main Street, Leesburg, Florida 34749.

#### **ARTICLE X - INFORMAL ACTION**

To the extent permitted by law, any action required to be taken at any annual or special meeting of the Board of Trustees, or any action which may be taken at any annual or special

meeting of such Board, may be taken without a meeting, without prior notice and without a vote if consent in writing setting forth the action so taken shall be signed by all of the Trustees.

For the purpose of forming this non-profit corporation under the laws of the State of Florida, we the undersigned, constituting the incorporators and the first Trustees of this Corporation, have executed these Articles of Incorporation this 14 day of July, 1998.

NAME AND ADDRESS:

Walter S. McLin, III  
1000 W Main Street  
Leesburg, FL 34749

Gwen F. McLin  
1000 W Main Street  
Leesburg, FL 34749

Shannon McLin Carlyle  
709 Mound Avenue  
Leesburg, FL 34748

SIGNATURE:

Walter S. McLin, III

Gwen F. McLin

Shannon McLin Carlyle

**ACCEPTANCE OF DESIGNATION OF  
REGISTERED AGENT FOR  
THE McLIN FAMILY FOUNDATION, INC.  
A NOT-FOR-PROFIT CORPORATION**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT 1000 WEST MAIN STREET, LEESBURG, FLORIDA 34749, 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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

Signature: Christopher V. Carlyle

Christopher V. Carlyle  
1000 W Main St., Leesburg, FL 34749

Date: 7/15/98

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98 JUL 23 PM 1:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA