

N99000000119

TRANSMITTAL LETTER

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

SUBJECT: Nyola Foundation, Inc.
(Proposed corporate name - must include suffix)

600002733166--3
-01/07/99--01053--004
*****87.50 *****87.50

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: Malcolm L. McCombs
Name (Printed or typed)

7330 Jenner Avenue
Address

New Port Richey, FL 34655-3222
City, State & Zip

727-376-3621
Daytime Telephone number

FILED
99 JAN -7 AM 8:16
SECRETARY OF STATE
DIVISION OF CORPORATIONS

NOTE: Please provide the original and one copy of the articles.

R. Purinton JAN - 8 1999

**ARTICLES OF INCORPORATION
OF
NYALA FOUNDATION, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 JAN -7 AM 8:16

The undersigned incorporator, a natural person 18 years of age or older, in order to form a corporate entity under Florida Statutes, Chapter 617, Florida Not for Profit Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I, NAME

The name of this corporation shall be Nyala Foundation, Inc., and dedicated to the memory of Teresa Ann McCombs

ARTICLE II, PRINCIPAL OFFICE

The corporation shall be located at: 7330 Jenner Avenue, New Port Richey, Florida, 34655-3222.

ARTICLE III, PURPOSES

This corporation is organized exclusively for charitable and educational purposes, more specifically to collect and administer funds for scholarships. To this end, the corporation shall at all times be operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, 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 of 1986, as now enacted or hereafter amended. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

ARTICLE IV, MANNER OF APPOINTMENT OF DIRECTORS

The corporation shall have no members. The management of the affairs of the corporation shall be vested in a Board of Directors. Directors will be appointed by the existing Registered Agent and currently serving Directors. No Director shall have any right, title, or interest in or to any property of the corporation.

ARTICLE V, INITIAL REGISTERED AGENT AND STREET ADDRESS

The Registered Agent shall be: Malcolm L. McCombs, 7330 Jenner Ave. New Port Richey, FL 34655-3222.

ARTICLE VI, INCORPORATOR

Malcolm L. McCombs, 7330 Jenner Avenue, New Port Richey, FL 34655-3222

ARTICLE VII, EFFECTIVE DATE

Effective date shall be: January 01, 1999 and the duration of the corporation shall be perpetual.

ARTICLE VIII, OPERATING RESTRICTIONS

At all times shall the following operate as conditions restricting the operations and activities of the corporation:

1. The corporation shall not afford pecuniary gain, incidentally or otherwise to its members. No part of the net earnings of this corporation shall inure to the benefit of any member of the corporation, except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes. Such net earnings, if any, of this corporation shall be used to carry out the nonprofit corporate purposes set forth in Article II above.
2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.
3. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended.

ARTICLE IX, PERSONAL LIABILITY

No officer, or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the (members) officer, or Directors be subject to the payment of the debts or obligations of this corporation.

ARTICLE X, DISSOLUTION

At the time of dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the corporation, dispose of all of the assets of the corporation. In no case shall a disposition be made which would not qualify as a charitable contribution under Section 170(c)(1) or (2) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, in such manner as the Board of Directors shall determine.

ARTICLE XI, INCORPORATOR

The incorporator of this corporation is:

M.L. McCombs
Signature/Incorporator

12/29/98
Date

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

M.L. McCombs
Signature/Registered Agent

12/29/98
Date

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