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CAPITOL SERVICES d/b/a
PARALEGAL & ATTORNEY SERVICE BUREAU, INC.

(Requestor's Name)

1406 Hays Street, Suite 2

(Address)

Tallahassee, FL 32301 (904) 656-3992

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. The S.C. Battaglia Family Foundation, Inc.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)



Walk in



Pick up time

12/23



Certified Copy



Mail out



Will wait



Photocopy



Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input checked="" type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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T. SMITH DEC 23 1999

ARTICLES OF INCORPORATION
OF
THE S.C. BATTAGLIA FAMILY FOUNDATION, INC.

The undersigned Incorporator hereby delivers these Articles of Incorporation in order to form a corporation under the Florida Not For Profit Corporation Act (the "Act").

1. Name. The name of the Corporation is THE S.C. BATTAGLIA FAMILY FOUNDATION, INC.

2. Principal Office and Mailing Address. The street address of the principal office of the corporation is 100 Lincoln Avenue, Winter Park, FL 32789, and the mailing address of the Corporation is Post Office Box 3010, Winter Park, FL 32790-3010.

3. Purposes. The Corporation is organized and shall be operated exclusively for charitable purposes, including, but not in limitation of the Corporation's charitable purposes, for religious, scientific, literary or educational purposes, or to foster national or international amateur sports competition, or for the prevention of cruelty to children or animals.

3.1 Limitation on Activities. No part of the activities of the Corporation shall involve the provision of athletic facilities or equipment. The Corporation shall not engage other than as an insubstantial part of its activities, in any activities which in themselves are not in furtherance of the exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or such other successor federal tax laws (the "Code").

3.2 Political Activities. The Corporation shall not be permitted to devote more than an insubstantial part of its activities to attempting to influence legislation, by propaganda or otherwise; or to directly or indirectly participating in or intervening in (including publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office; or to engaging in activities to contact or urge the public to contact, members of a legislative body for the purpose of proposing, supporting or opposing legislation, or advocating the adoption or rejection of legislation.

3.3 Private Benefit. The Corporation may not engage in activities inuring to the private benefit of any individual, organization or other private person or interest, or persons controlled by any private interest, nor shall any part of the net earnings of the Corporation inure to the benefit of any private individual, organization or person having a personal or private interest in the activities of the Corporation, except that reasonable compensation may be paid for services rendered to or for the Corporation to effect one or more of its purposes.

3.4 Private Foundation Limitations. During any period the corporation is a private foundation as defined in Section 509(a) of the Code, the Corporation may not:

3.4.1 Self Dealing. Engage in act of self dealing, as that term is defined in Section 4941(d) of the Code, giving rise to liability for any taxes imposed by Section 4941(a) of the Code;

3.4.2 Excess Business Holdings. Retain any excess business holdings, as that term is defined in Section 4943(c) of the Code, giving rise to liability for any taxes imposed by Section 4943(a) of the Code;

3.4.3 Investments. Make any investment jeopardizing the carrying out of the exempt purposes of the Corporation within the meaning of Section 4944 of the Code, giving rise to any liability for any taxes imposed by Section 4944(a) of the Code; or

3.4.4 Taxable Expenditures. Make any taxable expenditures, as that term is defined in Section 4945(d) of the Code, giving rise to any liability for any taxes imposed by Section 4945(a) of the Code.

3.5 Minimum Distributions. During any period the corporation is a private foundation as defined in Section 509(a) of the Code, the corporation shall distribute in furtherance of its charitable purposes during each taxable year, amounts sufficient to avoid the liability for any taxes imposed by Section 4942(a) of the Code.

4. Members. The Corporation will have no members.

5. Directors. The corporate powers of the Corporation shall be exercised exclusively by a Board of Directors.

5.1 Election; Number. The method of election and the number of Directors shall be as set forth in the Bylaws of the Corporation; provided, however, the Board of Directors shall at all times consist of not less than three Directors.

5.2 Voting. The power to vote on any action required or permitted by the Act to be taken by the Corporation shall be vested solely and exclusively in the Board of Directors of the Corporation.

5.3 Quorum. A quorum of the Board of Directors shall consist of the number of Directors prescribed by the Bylaws, and may consist of not less than a majority of the total number of Directors determined under the Bylaws.

5.4 Names and Addresses of Initial Directors. The names and addresses of the initial Directors are as follows:

<u>Name</u>	<u>Address</u>	<u>Expiration of Term</u>
S.C. Battaglia	Post Office Box 3010 Winter Park, Florida 32790-3010	12/31/2000
R.E. Battaglia	Post Office Box 3010 Winter Park, Florida 32790-3010	12/31/2001
W.P. Battaglia	Post Office Box 3010 Winter Park, Florida 32790-3010	12/31/2002

6. Officers. The method of election and the officers of the Corporation shall be as set forth in the Bylaws of the Corporation. The initial officers of the Corporation until the resignation or death of the named officer, or until the election by the Board of Directors and qualification of a successor officer, are as follows:

<u>Name</u>	<u>Office</u>
S.C. Battaglia	Chairman
W.P. Battaglia	President
R.E. Battaglia	Secretary/Treasurer

7. Registered Office; Registered Agent. The street address of the Corporation's initial registered office is 100 Lincoln Avenue, Winter Park, FL 32789, and the name of the initial registered agent in the registered office is W.P. Battaglia.

8. Name and Address of Incorporator. The name and address of the Incorporator of the Corporation is W.P. Battaglia, Post Office Box 3010, Winter Park, FL 32790-3010.

9. Commencement of Existence and Duration of the Corporation. The existence of the Corporation shall commence on the date of the execution of these Articles of Incorporation, or, if later, the date five business days prior to the filing of these Articles of Incorporation, and the Corporation shall exist perpetually thereafter unless dissolved in accordance with the Act.

10. Dissolution. Upon dissolution of the Corporation, the Corporation shall distribute its assets in the following manner:

10.1 Liabilities. All liabilities and obligations of the Corporation shall be paid or discharged, or adequate provision be made for their payment or discharge;

10.2 Returned Assets. Any assets held by the Corporation for a charitable purpose upon any condition requiring the return, transfer, or conveyance of the assets by reason of the dissolution of the Corporation, shall be returned, transferred or conveyed in accordance with the conditions upon which such assets are held.

10.3 Restricted Assets. Any assets received or held by the Corporation subject to any limitations authorizing the use of such assets only for the charitable purposes of the Corporation, but not requiring the return, transfer, or conveyance thereof by reason of the dissolution of the Corporation, and any other assets held by the Corporation, shall be transferred or conveyed to one or more domestic or foreign corporations, trusts, societies or organizations, organized and operated exclusively for one or more purposes described in Section 501(c)(3) of the Code and exempt from taxation under Section 501(a) of the Code, and engaged in activities substantially similar to those of the Corporation; and

10.4 Restriction on Distribution of Assets. In no event shall any assets of the Corporation be distributed upon dissolution of the Corporation to any private person or interest, or persons controlled by any private person interest.

Executed this 22nd day of December, 1999.


W.P. Battaglia, Incorporator

THE S.C. BATTAGLIA FAMILY FOUNDATION, INC.,
ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above named corporation at the place designated in these Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in that 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.


W.P. Battaglia, Registered Agent

Date: 12/22/99