

N21000000743

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H21000025519 3)))



H210000255183ABCZ

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

21 JAN 19 PM 1:33

To: Division of Corporations
Fax Number : (850)617-6381

From: Account Name : SHUMAKER, LOOP & KENDRICK LLP
Account Number : 075500004387
Phone : (813)229-7600
Fax Number : (813)229-1660

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: bhanan@shumaker.com

FLORIDA PROFIT/NON PROFIT CORPORATION
The Winter Family Foundation, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$70.00

2021 JAN 19 PM 4:32

Electronic Filing Menu

Corporate Filing Menu

Help



J DENNIS

JAN 20 2021

H21000025519 3

ARTICLES OF INCORPORATION
OF
THE WINTER FAMILY FOUNDATION, INC.

Pursuant to Chapter 617, Florida Statutes, the Florida Not For Profit Corporation Act, the undersigned being of full age, for the purpose of forming a not-for-profit corporation without capital stock, does hereby accept all of the rights, privileges, benefits and obligations conferred and imposed by said law and does hereby make, subscribe, acknowledge and file these Articles of Incorporation.

ARTICLE I
NAME

The name of this Corporation shall be "The Winter Family Foundation, Inc."

ARTICLE II
PRINCIPAL OFFICE

The street address and mailing address of the initial principal office of this Corporation shall be located in the County of Sarasota at 240 S. Pineapple Avenue, Sarasota, Florida 34236.

ARTICLE III
TERM OF EXISTENCE

The duration of this Corporation shall be perpetual until dissolved according to law.

ARTICLE IV
CORPORATE PURPOSES

The Corporation is organized and shall be operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future United States Internal Revenue Law), including the making of distributions for such purposes. The Corporation is authorized to exercise such powers as are in furtherance of its exempt status and for purposes for which a corporation may be formed under the Florida Not For Profit Corporation Act. These purposes include providing funding for other organizations which qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future United States Internal Revenue Law) as well as receiving and administering funds for the benefit of the Corporation, and to that end to take and hold, by

H21000025519 3

H21000025519 3

bequest, devise, gift, purchase or lease, either absolutely or in trust, any property, real, personal or mixed, without limitation as to amount or value, except such limitations, if any, as may be imposed by law.

ARTICLE V
REGISTERED AGENT

The registered agent of this Corporation shall be Benjamin R. Hanan. The street address of the registered office of this Corporation shall be: 240 S. Pineapple Avenue, located at Sarasota, Florida 34236.

ARTICLE VI
INCORPORATORS

The name and address of the Incorporator is:

Benjamin R. Hanan
240 S. Pineapple Avenue
Sarasota, FL 34236

ARTICLE VII
BOARD OF DIRECTORS

The method of election and removal of directors shall be as set forth in the Bylaws of the Corporation.

ARTICLE VIII
VOTING

The method of voting on corporate matters shall be as set forth in the Bylaws.

ARTICLE IX
INDEMNIFICATION

The Corporation may indemnify the incorporator, any officer or director, or any former officer or director, to the fullest extent permitted by law.

H21000025519 3

ARTICLE X
DISSOLUTION

Upon any dissolution of the Corporation, the directors of the Corporation shall, after paying or making provision for the payment of all liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner or to such organization or organizations organized and operated exclusively for purposes as shall at the time qualify the organization as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future United States Internal Revenue Law).

ARTICLE XI
AMENDMENT

These Articles may be adopted, altered, amended or repealed only by a majority vote of the directors present at a regular or special meeting of the Board at which a quorum is present, or by all directors signing a written statement manifesting their intention that these Articles be adopted, altered, amended or repealed, provided, however, in the event of any meeting, notice thereof, which shall include the text of the proposed change to these Articles, shall be furnished in writing to each director, at least five (5) days prior to the meeting at which such alteration shall be voted upon.

ARTICLE XII
LIMITATION ON ACTIVITIES

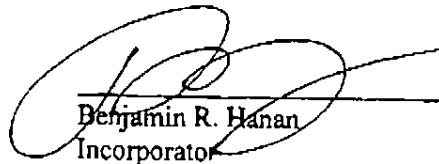
No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV hereof. 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

H21000025519 3

H21000025519 3

participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by section 4942 of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future United States Internal Revenue Law.) The Corporation shall not (a) engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future United States Internal Revenue Law), or (b) retain any excess business holdings as defined in section 4943 of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future United States Internal Revenue Law), or (c) make any investments in a manner that subjects the Corporation to tax under section 4944 of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future United States Internal Revenue Law), or (d) make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future United States Internal Revenue Law). 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, or the corresponding section of any future federal tax code, or (b) 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.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 15th day of January, 2021.


 Benjamin R. Hanan
 Incorporator

H21000025519 3

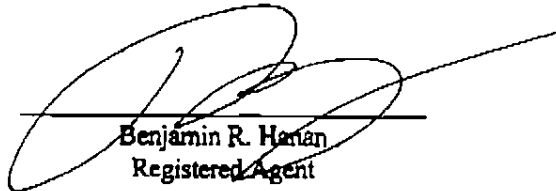
**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617 FLORIDA STATUTES, THE UNDERSIGNED CORPORATION SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is: The Winter Family Foundation, Inc.
2. The name and the Florida address of the registered agent is:

Benjamin R. Hanan
240 S. Pineapple Avenue
Sarasota, FL 34236

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.


Benjamin R. Hanan
Registered Agent