

NO2000009959

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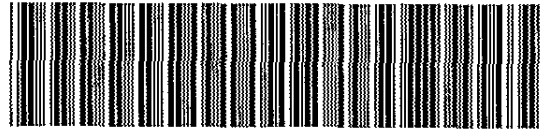
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



ACCOUNT NO. : 072100000032

REFERENCE : 874506 3360B

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : December 30, 2002

ORDER TIME : 11:09 AM

ORDER NO. : 874506-005

CUSTOMER NO: 3360B

CUSTOMER: Mr. Brian Fender  
Ruden Mcclosky Smith Schuster  
& Russell  
Suite 1900, Bank Of America  
Tower 701 Brickell Ave  
Miami, FL 33131

DOMESTIC FILING

NAME: THE NEW BLANK FAMILY  
FOUNDATION, INC.

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Norma Parramore - EXT. 1147

EXAMINER'S INITIALS: \_\_\_\_\_

**ARTICLES OF INCORPORATION  
OF  
THE NEW BLANK FAMILY FOUNDATION, INC.**

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TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation not-for-profit under the Florida Not For Profit Corporation Act, hereby adopts the following Articles of Incorporation for such corporation (the "Corporation"):

**ARTICLE I**  
**Name**

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

**ARTICLE II**  
**Principal Office**

The principal place of business and mailing address of this Corporation shall be 701 Brickell Avenue, Suite 1900, Miami, Florida 33131.

**ARTICLE III**  
**Purpose**

This Corporation is a not for profit corporation, organized exclusively for charitable, educational, religious, literary or scientific purposes, including, without limiting the generality of the foregoing, for the following purposes:

A. to promote education and to provide financial assistance to enable needy individuals to secure an education;

B. to achieve peace and justice through the attainment of the legal rights of all individuals and the provision of education, including lectures, seminars, workshops, conferences and newsletters;

C. to promote scientific research for the alleviation of human suffering;

D. to care for the sick, aged or homeless whose private resources are inadequate, including financial assistance for the erection and operation of hospitals, nursing homes, homes for the aged, and the like;

E. to encourage measures for the prevention or suppression of disease and raising standards of medical care;

F. to promote and aid in the mental, moral, intellectual or physical improvement,

assistance or relief of poor, indigent or deserving persons;

G. to encourage measures for the prevention of cruelty to children or animals;

H. to encourage and promote the public appreciation of literature, music, painting and other fine arts;

I. to promote the conservation of wildlife and natural resources for public health, recreation and enjoyment; and

J. to promote religion, including financial assistance for the erection and operation of synagogues, synagogue-supported institutions, churches, and church-supported institutions;

but only to the extent and in such manner that such purposes constitute Exempt Purposes, and performing all acts and doing all things deemed necessary or desirable to further such purposes, and for the purpose of engaging in any lawful act or activity not for pecuniary profit for which not for profit corporations may be organized, so far as is or may be permitted by the laws of the State of Florida. As used herein, the term "Exempt Purposes" shall mean only such purposes as constitute charitable, educational, religious, literary or scientific purposes within the meaning of Internal Revenue Code Section 501(c)(3) and also within the meaning of all of Internal Revenue Code Sections 170(c)(2), 2055(a) and 2522(a). Where not otherwise specified, all references herein to the "Code" and to sections thereof are to the United States Internal Revenue Code of 1986, as amended, and to sections thereof, and shall include future amendments to such Code and sections and corresponding provisions of future federal tax laws, all as from time to time in effect.

#### **ARTICLE IV** **Manner of Election of Directors**

The method of election of the directors of the Corporation shall be stated in the Bylaws of the Corporation.

#### **ARTICLE V** **Initial Registered Agent and Street Address**

The name and Florida street address of the registered agent of the Corporation is Norman J. Silber, 701 Brickell Avenue, Suite 1900, Miami, Florida 33131.

#### **ARTICLE VI** **Incorporator**

The name and address of the Incorporator of the Corporation is Norman J. Silber, 701 Brickell Avenue, Suite 1900, Miami, Florida 33131.

**ARTICLE VII**  
**Limitations**

(a) Notwithstanding any other provision of these articles, the Corporation is not organized for profit and shall not conduct or carry on any activities ordinarily carried on for profit or any other activities not permitted to be conducted or carried on by an organization which is exempt from federal income tax under Section 501(c)(3) of the Code as it now exists or as it may hereafter be amended, or by an organization contributions to which are deductible under Section 170(c)(2) of the Code as it now exists or may hereafter be amended.

(b) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any member, director or officer of the Corporation or to any private shareholder or individual, except that reasonable compensation may be paid for services rendered to or for the Corporation in connection with the Corporation's exempt purposes. The Corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

(c) The Corporation shall not engage in any activity not permitted to be carried on by a corporation exempt from taxes under Section 501(c)(3) of the Code or a corresponding section of any subsequent federal tax law.

(d) In the event that the Corporation is deemed to be a "private foundation" within the meaning of Section 509 of the Code, then:

1. The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code or corresponding provisions of any subsequent federal income tax.

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

3. The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Code or corresponding provisions of any subsequent federal tax laws.

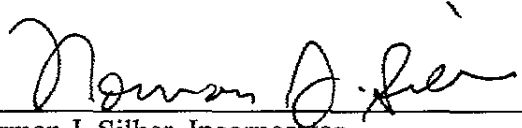
4. The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Code or corresponding provisions of any subsequent federal tax law.

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

**ARTICLE VIII**  
**Dissolution**

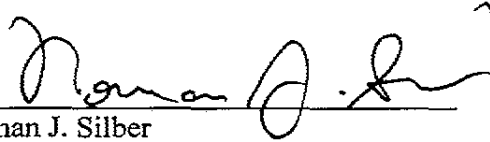
Upon the dissolution or winding up of this Corporation, the assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation shall be distributed to an organization which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Code or corresponding provisions of any subsequent federal tax laws.

IN WITNESS WHEREOF, the Incorporator has hereunto affixed his signature this 27<sup>th</sup> day of December 2002.

  
\_\_\_\_\_  
Norman J. Silber, Incorporator

**ACCEPTANCE OF DESIGNATION AS  
REGISTERED AGENT**

Having been named as registered agent to accept service of process for The New Blank Family Foundation, Inc., at the place designed in the Articles of Incorporation of the Corporation, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Norman J. Silber  
701 Brickell Avenue  
Suite 1900  
Miami, Florida 33131

Dated: December 27, 2002

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