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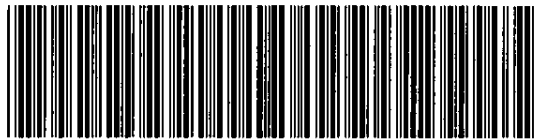
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2008 JAN 28 PM 2: 51

FILED

EFFECTIVE DATE
2-8-1989

cf. 1-30

TRANSMITTAL LETTER

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

SUBJECT: Domestication of The Ruth and Louis Gerstle Foundation, Inc.

Enclosed is an original and one (1) copy of the Certificate of Domestication and a check for:

FEES:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	\$78.75
Total to domesticate and file	\$128.75

OPTIONAL:

Certificate of Status	\$ 8.75
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FROM: Miller & O'Neill, P.L.

Name (printed or typed)

2300 Glades Road, Suite 400 East

Address

Boca Raton, FL 33431

City, State & Zip

(561) 353-3880

Daytime Telephone Number

NOT FOR PROFIT
CERTIFICATE OF DOMESTICATION

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2008 JAN 28 PM 2: 51

The undersigned, Ruth Gerstle, Director, SECRETARY OF STATE
(Name) (Title) TALLAHASSEE, FLORIDA

of The Ruth and Louis Gerstle Foundation, Inc., a foreign Corporation,
(Corporation Name)

in accordance with section 617.1803, Florida Statutes, does hereby certify:

1. The date on which corporation was first formed was February 8, 1989.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was New York.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was The Ruth and Louis Gerstle Foundation, Inc.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 617.01201 and 617.0202 with this certificate is The Ruth and Louis Gerstle Foundation, Inc.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was County of Queens, State of New York
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 617.1803.

I am Ruth Gerstle, of The Ruth and Louis Gerstle Foundation, Inc.

and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this the 16 day of JANUARY, 2008.

Ruth Gerstle
(Authorized Signature)

EFFECTIVE DATE
2-8-1989

Filing Fee:	
Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	\$78.75
Total to domesticate and file	\$128.75

ARTICLES OF INCORPORATION
In compliance with Chapter 617, F.S. (Not for Profit)

FILED

2008 JAN 28 PM 2:51

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be:
The Ruth and Louis Gerstle Foundation, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/ mailing address shall be:
10471 Copper Lake Drive, Boynton Beach, FL 33437

ARTICLE III PURPOSE

The purpose for which the corporation is organized:
See attached Exhibit A

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:
shall be by vote

EFFECTIVE DATE

2-8-1989

ARTICLE V INITIAL DIRECTORS AND/ OR OFFICERS

The name(s) and address(es) and specific title(s):
Ruth Gerstle, 10471 Copper Lake Dr., Boynton Beach, FL 33437, Director; Louis Gerstle, 10471 Copper Lake Dr., Boynton Beach, FL 33437, Director; Judith T. Farbman, 182 Briarwood Crossing, Lawrence, NY 11559, Director; Leonard R. Gerstle, 67 Shrewsbury Drive, Livingston, NJ 07039, Director

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:
Miller & O'Neill, P.L., 2300 Glades Road, Suite 400 East, Boca Raton, FL 33431

ARTICLE VII INCORPORATOR

The name and address of the incorporator is:
Miller & O'Neill, P.L., 2300 Glades Road, Suite 400 East, Boca Raton, FL 33431

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 am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Mark Cornell
Signature/Registered Agent

1/18/08
Date

Mark O'Neill
Signature/Incorporator

1/18/08
Date

Exhibit A
Articles of Incorporation
The Ruth and Louis Gerstle Foundation, Inc.

Article III Purpose

The purposes for which the corporation is organized are:

To take hold by bequest, devise, gift, purchase, lease or otherwise, any property, real or personal, without limitation as to value, insofar as the same may be held by a corporation organized under the laws of Florida which govern not-for-profit corporations;

To hold, maintain, use, convey, sell or dispose of such property and to invest, reinvest, administer, collect and receive the income and profits thereof, and expend the principal thereof and income therefrom in any manner as may be permitted by law and as, in the judgment of the Board of Directors, will best promote the purposes for which the corporation is organized;

To apply from time to time the principal thereof and the income therefrom exclusively for charitable, religious, scientific, literary, cultural or educational purposes by such agencies and means as shall, from time to time, be found appropriate therefor, including by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 and the regulations thereunder as they now exist or as they may hereafter be amended;

To have in furtherance of these purposes, all of the powers conferred upon or permitted to corporations organized under the laws of Florida which govern not-for-profit corporations;

To do any and all lawful acts and things which may be necessary, useful, suitable or proper for the furtherance, accomplishment or attainment of any or all of the purposes of the corporation;

The corporation will distribute the net investment income to organizations qualified under Section 501(c)(3) of the Internal Revenue Code which also qualifies for either public charity status under Section 509(a)-1, 2, or 3 or as a private operating foundation;

Notwithstanding the foregoing, nothing herein contained shall permit this corporation to solicit gifts or contributions from the public.