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### FLORIDA PROFIT/NON PROFIT CORPORATION POLARIS ENDEAVORS, INC.

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**ARTICLES OF INCORPORATION**  
**OF**  
**POLARIS ENDEAVORS, INC.**  
 (A Not For Profit Corporation)

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 POLARIS ENDEAVORS, INC.  
 1 FLEET LANDING BOULEVARD  
 ATLANTIC BEACH, FLORIDA 32233

The undersigned, for the purpose of forming a corporation not for profit under the laws of Florida, hereby adopts the following Articles of Incorporation:

**ARTICLE I**  
**NAME**

Section 1.1 Name. The name of the corporation is POLARIS ENDEAVORS, INC. (hereinafter referred to as the "corporation").

Section 1.2 Address. The mailing address and street address of the principal office of the corporation is 1 Fleet Landing Boulevard, Atlantic Beach, Florida 32233.

**ARTICLE II**  
**PURPOSES**

Section 2.1 Purposes. The corporation is organized exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. Specifically, the Corporation is organized for the purpose to accept, hold, invest, reinvest and administer gifts, bequests, devises, benefits of trusts (and be authorized to act as trustee where allowed by law) and property of any sort, without limitation as to amount or value, and to use, disburse, or donate the income or principal thereof exclusively for charitable, educational, scientific and other purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"). Annual distributions of income and/or principal shall be paid, applied, used and/or distributed in furtherance of one or more of these purposes in such amounts and proportions as the corporation shall determine in accordance with the Code. The Corporation is specifically organized to support the mission and operations of Naval Continuing Care Retirement Foundation, Inc. and other subsidiaries.

**ARTICLE III**  
**BOARD OF DIRECTORS**

Section 3.1 Election. Directors shall be elected in the manner set forth in the Bylaws of the corporation.

Section 3.2 Number, Name, Address. This corporation shall have thirteen (13) Directors initially. The number of Directors may be increased or reduced from time to time, as provided in the Bylaws of the corporation; however, the corporation shall at all times have at least three (3) Directors. The initial Directors and their addresses are:

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<u>Name</u>	<u>Street Address</u>
Helen Atter	1 Fleet Landing Boulevard, Atlantic Beach, Florida 32233
Joseph Mitrick	1 Fleet Landing Boulevard, Atlantic Beach, Florida 32233
Joshua Ashby	1 Fleet Landing Boulevard, Atlantic Beach, Florida 32233
William Struck	1 Fleet Landing Boulevard, Atlantic Beach, Florida 32233
Paula Chamberlain	1 Fleet Landing Boulevard, Atlantic Beach, Florida 32233
Wayne Galloway	1 Fleet Landing Boulevard, Atlantic Beach, Florida 32233
Arezou Jolly	1 Fleet Landing Boulevard, Atlantic Beach, Florida 32233
Kathleen Long	1 Fleet Landing Boulevard, Atlantic Beach, Florida 32233
Lindsay Norman	1 Fleet Landing Boulevard, Atlantic Beach, Florida 32233
Carol Pottenger	1 Fleet Landing Boulevard, Atlantic Beach, Florida 32233
Matthew Tuohy	1 Fleet Landing Boulevard, Atlantic Beach, Florida 32233
Robert Walters	1 Fleet Landing Boulevard, Atlantic Beach, Florida 32233
Howard Wanamaker	1 Fleet Landing Boulevard, Atlantic Beach, Florida 32233

Section 3.3 Executive Committee. The Board of Directors may, pursuant to a resolution adopted by a majority of all of the members of the Board, designate two (2) or more of its members to constitute an executive committee, which, to the extent provided in such resolution, may exercise the powers of the Board of Directors.

**ARTICLE IV  
 LIMITATIONS**

Section 4.1 Limitations on Actions. No dividends shall be paid and no part of the net earnings of the corporation shall inure to the benefit of, or be distributable to any director, officer or other private individual within the meaning of Section 501(c)(3) of the Internal Revenue Code, 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 Section 2.1 of these Articles. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation; provided, however, that this provision shall not apply to activities consisting of carrying on propaganda, or otherwise attempting, to influence legislation, to the extent the corporation has made an election pursuant to and remains in compliance with the restrictions of Section 501(h) of the Internal Revenue Code. The corporation shall not 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. 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 (b) by a corporation, contributions to which are deductible under Sections 170(c)(2), 2055(a)(2) and 2522(a)(2) of the Internal Revenue Code.

Section 4.2 Private Foundation Limitations. At any time when the corporation is or becomes a "private foundation" within the meaning of Section 509(a) of the Internal Revenue Code, the following additional limitations on the corporation's activities shall apply:

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 Internal Revenue Code.
2. The corporation shall not engage in any act of self-dealing as defined by Section 4941(d) of the Internal Revenue Code.
3. The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code.
4. The corporation shall not make any investments in such manner as to subject it to the tax under Section 4944 of the Internal Revenue Code.
5. The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

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 COUNTY OF

**ARTICLE V**  
**DISSOLUTION AND LIQUIDATION**

Section 5.1 Dissolution and Liquidation. The corporation may be dissolved upon the adoption of a plan to dissolve in the manner now or hereafter provided under the laws of Florida. In the event of dissolution of the corporation, no liquidating or other dividends and no distribution of property owned by the corporation shall be declared or paid to any private individual, but the net assets of the corporation shall be distributed as follows:

1. All liabilities and obligations of the corporation shall be paid, satisfied and discharged, or adequate provision shall be made therefor.
2. Remaining assets shall be distributed to one or more organizations recognized as tax exempt under Section 501(c)(3) of the Internal Revenue Code, and/or one or more governmental units referred to in Section 170(c)(1) of the Internal Revenue Code exclusively for public purposes, as determined in the plan to dissolve adopted in the manner set forth above in this Article V. Any assets not disposed of pursuant to the foregoing provisions shall be distributed by the circuit court of the county in which the principal office of the corporation is located to one or more organizations recognized as tax exempt under Section 501(c)(3) of the Internal Revenue Code, or to a governmental unit referred to in Section 170(c)(1) of the Internal Revenue Code exclusively for public purposes, as such court shall determine.

**ARTICLE VI**

**INITIAL REGISTERED OFFICE AND AGENT**

Section 6.1 Name and Address. The street address of the initial registered office of this Corporation is 1 Fleet Landing Boulevard, Atlantic Beach, Florida 32233 and the name of the initial registered agent of this Corporation at that address is Joshua Ashby.

**ARTICLE VII**

**INCORPORATOR**

Section 7.1 Name and Address. The name and street address of the incorporator(s) of the corporation are as follows:

<u>Name</u>	<u>Street Address</u>
Joshua Ashby	1 Fleet Landing Boulevard Atlantic Beach, Florida 32233

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**ARTICLE VIII**

**TERM OF EXISTENCE**

Section 8.1 Term of Existence. This corporation shall have perpetual existence unless it shall be dissolved according to the laws of the State of Florida.

**ARTICLE IX**

**BYLAWS**

Section 9.1 Bylaws. The initial Bylaws of this corporation shall be adopted by the Board of Directors.

**ARTICLE X**

**AMENDMENT**

Section 10.1 Amendment. This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation.

**ARTICLE XI**

**POWERS**

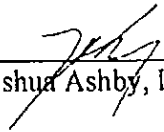
Section 11.1 Powers. To accomplish the purposes of the corporation set forth in Article II, the corporation shall have all powers and authorities as are now or may hereafter be granted to corporations not for profit under the laws of the State of Florida, including, but not

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limited to, the power to purchase, own, sell and otherwise deal with real and personal property, to borrow and lend money, to make contracts with others for goods and services, to elect officers and appoint agents, to carry on its operations through its officers, employees and agents within or without the State of Florida, and to make donations for the public welfare and for charitable, educational and religious purposes. Notwithstanding any other provision of these Articles, only such powers shall be exercised as are in furtherance of the tax-exempt purposes of the corporation and as may be exercised by an organization exempt under Section 501(c)(3) of the Internal Revenue Code and the Regulations thereunder as they now exist or as they may hereafter be amended and by an organization contributions to which are deductible under Section 170(c)(2) of such Code and Regulations as they may exist from time to time.

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 TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation for the purposes therein set forth, all as of March 31, 2022.

  
\_\_\_\_\_  
Joshua Ashby, Incorporator

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TALLAHASSEE, FLORIDA

**ACCEPTANCE BY REGISTERED AGENT**

Having been named to accept service of process for the above stated corporation, at the place designated in the above Articles of Incorporation, the undersigned agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of his duties. The undersigned is familiar with and accepts the obligations of a registered agent.

  
\_\_\_\_\_  
Joshua Ashby

Date: March 31, 2022

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