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FLORIDA NON-PROFIT CORPORATION

The Anne and John Tatta Family Foundation, Inc.

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Page Count	05
Estimated Charge	\$78.75

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**ARTICLES OF INCORPORATION  
OF  
THE ANNE AND JOHN TATTA  
FAMILY FOUNDATION, INC.**

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**ARTICLE I - NAME**

The name of this Florida not-for-profit corporation is THE ANNE AND JOHN TATTA FAMILY FOUNDATION, INC. (the "Corporation").

**ARTICLE II - ADDRESS**

The mailing address of the Corporation is 20 Bay Colony Point, Ft. Lauderdale, Florida 33308.

**ARTICLE III - PURPOSE**

The Corporation is organized exclusively to engage in all lawful acts or activities not for pecuniary profit for which a Florida not-for-profit corporation may be organized, so far as permitted by Code section 501(c)(3), including the following: to accept, hold, invest, reinvest and administer any gifts, bequests, devises, benefits of trusts (but not act as trustee of any trust), and property of any sort, without limitations as to amount or value, and to use, disburse, or donate the income or principal thereof for the public welfare or for religious, charitable, scientific, educational, or other similar purposes, as well as to have and exercise all powers necessary or convenient to effect any or all of the purposes for which the Corporation is organized. All references to "Code" are to the Internal Revenue Code of 1986, as amended, or to corresponding provisions of future federal tax legislation.

**ARTICLE IV - REGISTERED AGENT**

The name and address of the Registered Agent of the Corporation is JOHN TATTA, 20 Bay Colony Point, Ft. Lauderdale, Florida 33308.

MITCHELL D. SCHEPPS, ESQ.  
Rosen & Reade, LLP  
777 South Flagler Drive, Ste. 1102W  
West Palm Beach, FL 33401  
Telephone No.: 561-833-2410  
Fax No.: 561-833-8387  
Florida Bar No.: 0979139

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#### ARTICLE V - LIMITATIONS

No part of the net earnings of the Corporation shall inure to the benefit of (or be distributable to) its 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 any of its purposes. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, except as otherwise provided in Code section 501(h). The Corporation shall not participate or intervene in any political campaign (including the publishing or distributing of statements) on behalf of any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any activities except those permitted to be carried on by a corporation exempt from federal income tax under Code section 501(c)(3) and which entitle contributors to the Corporation to deduct their charitable contribution under Code section 170(a).

If the Corporation is at any time deemed to be a private foundation within the meaning of Code section 509(a), then, for the period in which the Corporation is so deemed, the Corporation shall distribute its income for each tax year at such time and in such manner as not to subject the Corporation to tax under Code section 4942, and the Corporation shall not engage in any act of self dealing as defined in Code section 4941(d), retain any excess business holdings as defined in Code section 4943(c), make any investments as to subject the Corporation to tax under Code section 4944, or make any taxable expenditures as defined in Code section 4945(d).

#### ARTICLE VI - BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than three (3) directors. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation, but may never be less than three (3). The election of directors shall be conducted in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is as follows:

Anne Tatta  
John Tatta  
Deborah T. DeCabia  
Lisa T. Crowley

MITCHELL D. SCHEPPS, ESQ.  
Rosen & Reade, LLP  
777 South Flagler Drive, Ste. 1102W  
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**ARTICLE VII - INCORPORATOR**

The name and address of the incorporator is MITCHELL D. SCHEPPS, ESQ., 777 South Flagler Drive, Suite 1102W, West Palm Beach, Florida 33401.


**ARTICLE VIII - DISSOLUTION**

Upon the dissolution or winding up of the Corporation, the assets remaining after payment (or provision for payment) of the Corporation's debts and liabilities shall be distributed to a not-for-profit fund, foundation or corporation that has established its tax-exempt status under Code section 501(c)(3).

**ARTICLE IX - CORPORATE EXISTENCE**

The corporate existence of the Corporation shall begin as of December 11, 1998.

The authorized representative of the incorporator executed these Articles of Incorporation on December 11, 1998.

  
\_\_\_\_\_  
MITCHELL D. SCHEPPS, ESQ.  
by Luis Uriarte as Attorney-in-Fact

MITCHELL D. SCHEPPS, ESQ.  
Rosen & Reade, LLP  
777 South Flagler Drive, Ste. 1102W  
West Palm Beach, FL 33401  
Telephone No.: 561-833-2410  
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Florida Bar No.: 0979139

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**CERTIFICATION OF DESIGNATION  
AS REGISTERED AGENT**

**CORPORATION:** THE ANNE AND JOHN TATTA FAMILY FOUNDATION, INC.  
**REGISTERED AGENT:** JOHN TATTA  
**REGISTERED OFFICE:** 20 BAY COLONY POINT  
FT. LAUDERDALE, FL 33308

I agree to act as Registered Agent to accept service of process for the Corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the Registered Agent duties. I am familiar with and accept the obligations of the Registered Agent position.

**DATED:** December 11, 1998.



JOHN TATTA, Registered Agent  
by Luis Uriarte as Attorney-in-Fact

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