

709973

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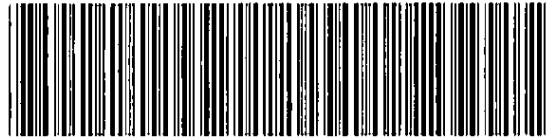
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2024 MAY -2 AM 9:38
CLERK OF DISTRICT COURT

C. R MOORE LEGACY FOUNDATION, INC.
(Document #N23000002455)
128 North C Street, Suite 104
Lake Worth Beach, Florida 33460

April 1, 2024

Florida Secretary of State
Division of Corporations
Amendment Section
P.O. Box 6327
Tallahassee, Florida 32314

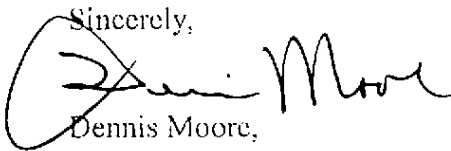
RE: Transfer of Name to Lake Worth Towers, Inc.

Dear Sir/Madame,

Please be advised that the C. R. Moore Legacy Foundation, Inc., a Florida not-for-profit corporation, has recently filed Articles of Dissolution. In connection with the Dissolution, the C. R. Moore Legacy Foundation, Inc. has agreed to transfer and assign its name to Lake Worth Towers, Inc., a Florida not-for-profit corporation (Document #709973).

Lake Worth Towers, Inc. will be filing Articles of Amendment as well as Amended Articles of Incorporation adopting the C. R. Moore Legacy Foundation, Inc. as its new name.

Sincerely,

A handwritten signature in black ink, appearing to read "Dennis Moore", is written over a circular stamp or seal.

Dennis Moore,
President of C. R. Moore Legacy Foundation, Inc.

AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
THE C. R. MOORE LEGACY FOUNDATION, INC.
A FLORIDA NOT FOR PROFIT CORPORATION

(Formerly Lake Worth Towers, Inc, a Florida not-for-profit corporation)

THE C. R. MOORE LEGACY FOUNDATION, INC., a Florida not-for-profit corporation formed under the Florida Not for Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes (the "Corporation"), a corporation organized and existing under and by virtue of the Florida Business Corporation Act (the "Act"), does hereby certify that:

1. The Amended and Restated Articles of Incorporation set forth herein were duly recommended and approved by the Board of the Directors of the Corporation and approved by the members of the Corporation on December 7, 2023. The number of votes cast for the amendment were sufficient for approval.

2. The Articles of Incorporation of the Corporation are hereby amended and restated in their entirety as follows:

Article I - Name

The name of the Corporation is: **C. R. MOORE LEGACY FOUNDATION, INC.**

Article II - Duration

The Corporation shall have perpetual duration.

Article III - Purpose

The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

Article IV – Registered Office and Agent

The street address and mailing address of the office of the Corporation is 128 North C Street, Suite 104, Lake Worth Beach, Florida 33460.

The name and address of its registered agent is John K. Paul, 3960 Radio Road, Suite 202, Naples, Florida 34104.

Article V - Limitations

The property of the Corporation is irrevocably dedicated to charitable purposes.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, directors, officers or other private person, 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 Section 501(c)(3) purposes. 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 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 provisions of these Articles, this Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future federal tax code) or by an organization, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code (or corresponding section of any future Federal tax code). In addition:

1. The Corporation will distribute its income for each tax 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, or the corresponding section of any future federal tax code.
2. The Corporation will not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
3. The Corporation will not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
4. The Corporation will not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
5. The Corporation will not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal revenue code.

Article VI - Dissolution

Upon the dissolution or winding up of this Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, shall be (a) distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986

(or the corresponding provisions of any subsequent federal tax laws); provided, however, such organization or organizations shall be organizations the reflect the mission and values of this Corporation, or (b) shall be distributed to the federal government, or to a state or local government, for a specific purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the Company is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes, including, without limitation, a not for profit fund, foundation, or Corporation which is organized and operated exclusively for charitable, educational or religious purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any subsequent federal tax laws).

Article VIII – Board of Directors

The number of directors constituting the Board of Directors of the Corporation shall be not less than five (5) and not more than nine (9) Directors. The number of Directors may be increased or decreased from time to time in accordance with the By-Laws of the Corporation, but shall never be less than five (5). The names and addresses of the individuals to serve as the current Directors of the Corporation are as follows:

<u>Name</u>	<u>Address</u>
Dennis L. Moore	7515 Seabreeze Drive Lake Worth, Florida 33467
Brian Wilson	216 Clocktower Drive Jupiter, Florida 33458
Robert C. Sorgini	2614 Furman Lane Lake Worth, Florida 33460

Article IX - Incorporator

The name and address of the incorporator is:

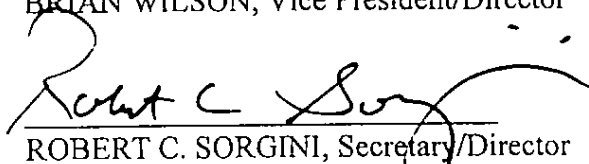
<u>Name</u>	<u>Address</u>
Dennis L. Moore	7515 Seabreeze Drive Lake Worth, Florida 33467

We, Dennis L. Moore, Brian Wilson, and Robert C. Sorgini, Directors and Officers of the Corporation, for the purpose of amending and restating the Corporation's Articles of Incorporation pursuant to the Act, do make this certificate, hereby declaring and certifying that this is my act and deed on behalf of the Corporation, and the facts herein stated are true, and accordingly hereunto set our hands this 13th day of February, 2024.

THE C. R. MOORE LEGACY FOUNDATION, INC.


DENNIS L. MOORE, President/Director


BRIAN WILSON, Vice President/Director


ROBERT C. SORGINI, Secretary/Director

CERTIFICATE OF DESIGNATION OF

REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/ REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the non-for-profit corporation is the **C.R. MOORE LEGACY FOUNDATION, INC.**

2. The name and address of the registered agent and office is:

John K. Paul

3960 Radio Road, Suite 202, Naples, Florida 34104.

Having been named as registered agent and to accept service of process for the above-stated limited liability company at the place designated in this Certificate, the undersigned hereby accepts the appointment as registered agent and agree to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent.



John K. Paul

2/1/, 2024

**CONSENT IN LIEU OF SPECIAL MEETING OF DIRECTORS OF
C. R. Moore Legacy Foundation, Inc.**

As authorized by Florida Statute §617.0821 and the By-Laws of the C. R. Moore Legacy Foundation, Inc., a Florida not for profit corporation (the "Corporation"), in lieu of a special meeting of the Directors of the Corporation, the undersigned, constituting all the Directors of the Corporation, unanimously consent as follows:

WHEREAS, Dennis Moore, Brian Wilson, and Bob Sorgini are the only Directors and Shareholders of the Corporation.

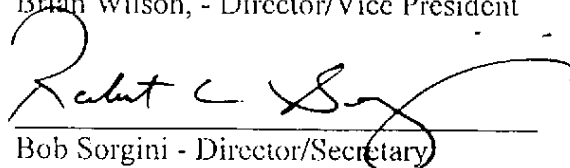
RESOLVED: That the Corporation is authorized to dissolve the Corporation and file Articles of Dissolution with the Florida Secretary of State, Division of Corporations, and wind up any and all business of the Corporation.

RESOLVED: That the Corporation is authorized to assign the name, "C.R. Moore Legacy Foundation, Inc." to Lake Worth Towers, Inc., a Florida not-for-profit corporation (Document #709973), for all purposes, after which time it is understood that Lake Worth Towers, Inc. will file Articles of Amendment (Amended Articles of Incorporation) formally changing its name to C. R. Moore Legacy Foundation, Inc.

DATED this 1st day of February 1, 2024.


Dennis Moore - Director/President


Brian Wilson, - Director/Vice President


Bob Sorgini - Director/Secretary