

To: The Florida Department of State  
Subject: 000638.120348

From: Ashley Smith

Wednesday, March 03, 2010 2:25 PM Page 1 of 1

Division of Corporations

<https://efm.sunbiz.org/scripts/efilecovr.e>

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet.** Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H10000046569 3)))



H100000465693ABC+

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page.** Doing so will generate another cover sheet.

To:

Division of Corporations  
Fax Number : (850) 617-6381

From:

Account Name : CORPDIRECT AGENTS, INC.  
Account Number : 110450000714  
Phone : (850) 222-1173  
Fax Number : (850) 224-1640

000638.120348

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

Email Address: BLGruss.com

FOREIGN PROFIT/NONPROFIT CORPORATION  
AUDREY AND MARTIN GRUSS FOUNDATION

|                       |         |
|-----------------------|---------|
| Certificate of Status | 1       |
| Certified Copy        | 1       |
| Page Count            | 04      |
| Estimated Charge      | \$87.50 |

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

10 MAR - 1 PM 2:25

APPROVED  
AND  
FILED

Electronic Filing Menu

Corporate Filing Menu

Help

To: The Florida Dept. of State  
Subject: 000638.120348

From: Ashley Smith

Wednesday, March 03, 2010 2:25 PM Page: 2 of 5

PLEASE GIVE ORIGINAL SUBMISSION  
DATE AS FILE DATE.  
3/1



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

PLEASE GIVE ORIGINAL SUBMISSION  
DATE AS FILE DATE.  
3/1

March 2, 2010

CORPDIRECT AGENTS, INC.

SUBJECT: AUDREY AND MARTIN GRUSS FOUNDATION  
REF: W10000010508

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name must contain a word that will clearly indicate that it is a corporation. This word may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

If you have any further questions concerning your document, please call (850) 245-6879.

Ruby Dunlap  
Regulatory Specialist II  
New Filing Section

FAX Aud. #: H10000046569  
Letter Number: 710A00005113

PLEASE GIVE ORIGINAL SUBMISSION  
DATE AS FILE DATE.  
3/1

PLEASE GIVE ORIGINAL SUBMISSION  
DATE AS FILE DATE.  
3/1

H10000046569 3

**APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:**

- Audrey and Martin Gruss Foundation, Inc.**
1. (Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)
2. DELAWARE 3. 90-0445575  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 1/22/2009 5. PERPETUAL  
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. (Date first conducted affairs in Florida if prior to registration. See sections 617.1501 & 617.1502, F.S. to determine penalty liability.)
7. 777 SOUTH FLAGLER DR., SUITE 801-E, WEST PALM BEACH, FLORIDA 33401  
(Principal office address)
- 777 SOUTH FLAGLER DR., SUITE 801-E, WEST PALM BEACH, FLORIDA 33401  
(Current mailing address)
8. TO OPERATE EXCLUSIVELY FOR CHARITABLE PURPOSES  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)
- Name: MARTIN D. GRUSS
- Office Address: 777 S. FLAGLER DR., STE. 801-E
- WEST PALM BEACH, Florida 33401  
(City) (Zip Code)
10. Registered agent's acceptance:  
*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

  
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

10 MAR - 1 PM 2:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

H10000046569 3

To: The Florida Dept. of State  
Subject: 000638.120348

From: Ashley Smith

Wednesday, March 03, 2010 2:25 PM Page: 4 of 5

APPROVED  
AND  
FILED

10 MAR -1 PM 2:25

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

H10000046569 3

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: MARTIN D. GRUSS

Address: C/O GRUSS INVESTMENTS, LLC. 777 SOUTH FLAGLER DR., SUITE 801-E  
WEST PALM BEACH, FLORIDA 33401

Director: AUDREY B. GRUSS

Address: C/O GRUSS INVESTMENTS, LLC. 777 SOUTH FLAGLER DR., SUITE 801-E  
WEST PALM BEACH, FLORIDA 33401

B. OFFICERS

President: MARTIN D. GRUSS & AUDREY B. GRUSS

Address: C/O GRUSS INVESTMENTS, LLC. 777 SOUTH FLAGLER DR., SUITE 801-E  
WEST PALM BEACH, FLORIDA 33401

Vice President: HOWARD R. GUBERMAN

Address: C/O GRUSS INVESTMENTS, LLC. 777 SOUTH FLAGLER DR., STE. 801-E  
WEST PALM BEACH, FL 33401

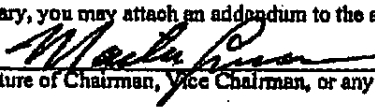
Secretary: HOWARD R. GUBERMAN

Address: C/O GRUSS INVESTMENTS, LLC. 777 S.FLAGLER DR., STE. 801-E, WPB., FL 33401

Treasurer: HOWARD R. GUBERMAN

Address: C/O GRUSS INVESTMENTS, LLC. 777 S.FLAGLER DR., STE. 801-E, WPB., FL 33401

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.   
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. MARTIN D. GRUSS, PRESIDENT  
(Typed or printed name and capacity of person signing application)

H10000046569 3

To: The Florida Dept. of State  
Subject: 000638.120348

From: Ashley Smith

Wednesday, March 03, 2010 2:25 PM Page: 5 of 5

APPROVED  
FILED

10 MAR 11 PM 2:25  
H100000465693

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

PAGE 1

# Delaware

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AUDREY AND MARTIN GRUSS FOUNDATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIRST DAY OF MARCH, A.D. 2010.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS A NON-PROFIT AND NON-STOCK CORPORATION.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "AUDREY AND MARTIN GRUSS FOUNDATION" WAS INCORPORATED ON THE TWENTY-SECOND DAY OF JANUARY, A.D. 2009.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

4647544 8300C

100229291

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7840488

DATE: 03-01-10

H100000465693