

N00000003320

COPELAND & CHAMBLISS, P.A.

ATTORNEYS AT LAW  
SUITE 101, BLACKSTONE BUILDING  
707 SOUTHEAST THIRD AVENUE  
FORT LAUDERDALE, FLORIDA 33316

LINDA CHAMBLISS  
MARY COPELAND

TELEPHONE (954) 524-1401  
TELECOPIER (954) 524-0070

May 10, 2000

Our File 00-136

Office of Secretary of State  
Division of Corporations  
P O Box 6327  
Tallahassee, FL 33214

600003253116--6  
-05/15/00--01151--005  
\*\*\*122.50 \*\*\*\*78.75

Re: Jarvis Foundation, Inc.

Dear Agent:

You will find enclosed the original and one copy of the signed Articles of Incorporation for Jarvis Foundation, Inc. and Acceptance of Registered Agent, together with our check in the amount of \$122.50 for filing fee.

Please file this corporation and furnish this office with a certified copy of the recorded Articles of Incorporation in the enclosed self-addressed, stamped envelope.

Thank you.

Sincerely,

*Linda Chambliss* (rh)

Linda Chambliss

LC/rb  
Enclosures

FILED  
00 MAY 15 AM 9:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

gj/s/j

ARTICLES OF INCORPORATION  
OF  
JARVIS FOUNDATION, INC.  
(A Florida Not for Profit Corporation)

ARTICLE I

The name of this Corporation is JARVIS Foundation, Inc.  
(hereinafter called the "Corporation").

The address of the principal office and the mailing address of  
the Corporation shall be: 4770 N.W. 10th Court, #316, Plantation,  
FL 33313.

ARTICLE II

The period of the duration of the Corporation is perpetual  
unless dissolved according to law.

ARTICLE III

The Corporation is organized as a "not for profit corporation"  
under Chapter 617 of the Florida Statutes, and is intended to be a  
private foundation as described in Section 509 of the Internal  
Revenue Code of 1986, as amended (the "Code").

ARTICLE IV

The purpose of the Corporation is to receive and administer  
money and property for charitable, religious, educational, and  
scientific purposes, organizations that qualify as exempt  
organizations under Section 501(c)(3) of the Code.

The Corporation hereby expresses its intent to be an  
organization exempt from taxation under Section 501(c)(3) of the  
Code and to be an organization whose contributions are deductible  
under Sections 170, 2055, 2016(a)(2)(A) and 2522 of the Code.

FILED  
00 MAY 15 AM 9:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

#### ARTICLE V

The Corporation will solicit contributions from all possible sources including, but not limited to, individual, corporate and community sources.

#### ARTICLE VI

The Corporation shall have the power to acquire, own, maintain and use its assets for the purposes for which it is organized; to raise funds by any legal means for the encouragement of its purposes; to acquire, hold, own, use and dispose of real or personal property in connection with the proposes of the Corporation; to exercise all powers necessary or convenient to the furtherance of the purposes for which the Corporation is organized; and to exercise all powers granted to a corporation not for profit under Florida law.

#### ARTICLE VII

(a) No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to any Trustee, or officer of the Corporation, or to any 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 the purposes set forth in Article IV hereof.

(b) No part of the corporate activities shall be an attempt to influence legislation by any means, and the Corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of or

in opposition to any candidate for public office, or engage in political activities of any kind, except as permitted by the provisions of Section 501(h) of the Code.

(c) Notwithstanding any other provisions of these Articles, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by organizations exempt under Section 501(c)(3) of the Code and the regulations thereunder as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Sections 170, 2055, 2106(a)(2) and 2522 of the Code.

(d) This Corporation, if it is a "private foundation" as defined in Section 509(a) of the Code at any time, shall not while it is such a private foundation:

i) Engage in any act of "self-dealing" as defined in Code Section 4941(d), which would give rise to any liability for the tax imposed by Code Section 4941(d);

ii) Retain any "excess business holdings" as defined in Code Section 4943(c), which would give rise to any liability for the tax imposed by Code Section 4943(a);

iii) Make any investment which would jeopardize the carrying out of any of its exempt purposes within the meaning of Code Section 4944, so as to give rise to any liability for the tax imposed by Code Section 4944(a);

iv) Make any "taxable expenditures" as defined in Code Section 4945(d), which would give rise to any liability for the tax imposed by Code Section 4945(a); and

v) Fail to make distributions in each year for the purposes specified in the Articles of Incorporation in such amounts as to avoid liability for the tax imposed by Code Section 4942(a). The references herein to designated sections of the Code shall be deemed to include any corresponding provisions of Federal tax laws at any time and from time to time in force and effect during the continuance of the Corporation.

#### ARTICLE VIII

In the event the dissolution of the Corporation, all of the remaining assets and property of the Corporation shall, after necessary expenses thereof, be distributed, as the Board of Trustees shall determine, to an organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall qualify under Code Section 501(c)(3) of the Code. If, upon such dissolution, any assets of the Corporation are not disposed of by the Circuit Court of the Country in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization, as said Court shall determine, which are organized and operated exclusively for purposes substantially similar to this Corporation.

#### ARTICLE IX

The Corporation shall have no members.

ARTICLE X

The name and address of the incorporator of the Corporation is: Douglas Boody, 4770 N.W. 10th Court, #314, Plantation, FL 33313.

ARTICLE XI

The number of persons constituting the Board of Trustees shall be 3 or more. The number of members of the Board of Trustees may be increased or decreased as provided in the Bylaws, but in no event shall the number of Trustees be less than three (3). The names and addresses of the initial Board of Trustees are as follows:

Douglas Boody  
4770 N.W. 10th Court, #316  
Plantation, FL 33313

Gail Amato  
460 N.W. 79th Avenue  
Plantation, FL 33324  
Fort Lauderdale, Florida 33301

Maria Richter  
1170 N. Federal Highway, #104  
Ft. Lauderdale, FL 33304

The Trustees of the corporation shall, at all times, be limited to individuals who shall be elected as provided in the Corporation's Bylaws.

ARTICLE XII

Bylaws shall be adopted, altered, amended or repealed by a majority of the Board of Trustees of the Corporation. The Bylaws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with law or the Articles of Incorporation.

ARTICLE XIII

The street address of the initial registered officer of the Corporation is 707 S.E. Third Avenue, #101, Fort Lauderdale, Florida 333166.

ARTICLE XIV

The affairs of the Corporation shall be managed by the President, Secretary and Treasurer and such other officers as may from time to time be created by the Bylaws. The names of the officers and the offices they shall hold until the first election hereinafter provided for shall be:


<u>President: Douglas Boody</u>
<u>4770 N.W. 10th Court, #316</u>
<u>Plantation, FL 33313</u>
<u>Secretary: Douglas Boody</u>
<u>4770 N.W. 10th Court, #316</u>
<u>Plantation, FL 33313</u>
<u>Treasurer: Douglas Boody</u>
<u>4770 N.W. 10th Court, #316</u>
<u>Plantation, FL 33313</u>

The officers of this corporation, as provided by the Bylaws of the Corporation, shall be elected by the Board of Trustees of the Corporation, in the manner therein set out, and shall serve until their successors are elected and have qualified. the board of Trustees shall elect the regular officers of the Corporation at the annual meeting for terms of one (1) year.

ARTICLE XV

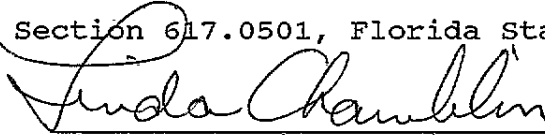
The annual meeting shall be held in accordance with the Bylaws.

IN WITNESS WHEREOF, the undersigned has executed these Article of Incorporation of JARVIS Foundation, Inc. this 4th day of March, 2000.

  
DOUGLAS BOODY

CONSENT OF REGISTERED AGENT

The undersigned, Linda Chambliss, whose business address is 707 S.E. Third Avenue, #101, Fort Lauderdale, Florida 33316, hereby accepts appointment as the initial registered agent of JARVIS Foundation, Inc., a Florida corporation, and accepts the obligations provided for in Section 617.0501, Florida Statutes.

  
Linda Chambliss, Registered Agent

FILED  
00 MAY 15 AM 9:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA