

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

*NO00000000 8508*

*Foundation Corporation*

**FILED**  
CO DEC 27 AM 9:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**800003511568--4**  
-12/22/00--01028--012  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

- ☒ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☐ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☐ Cert. Copy
- ☒ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 14 Retrieval
- ☐ Courier

*W-29974*  
*[Signature]*

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

19-01-17 22 31 0006  
12-22-00 01028-012  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

*12-21*  
*[Signature]*



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

December 26, 2000

CAPITAL CONNECTION, INC.  
417 E. VIRGINIA ST., STE 1  
TALLAHASSEE, FL 32301

SUBJECT: FOUNDATION I INC.  
Ref. Number: W00000029974

We have received your document for FOUNDATION I INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Joey Bryan  
Document Specialist

Letter Number: 700A00064318

*Corrected*

RECEIVED  
00 DEC 27 AM 9:17  
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

December 22, 2000

CAPITAL CONNECTION, INC.  
417 E. VIRGINIA ST., STE 1  
TALLAHASSEE, FL 32301

SUBJECT: THE FOUNDATION CORPORATION  
Ref. Number: W00000029974

We have received your document for THE FOUNDATION CORPORATION and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Joey Bryan  
Document Specialist

Letter Number: 800A00064210

*Corrected*

RECEIVED  
CORPORATION  
TALLAHASSEE, FLORIDA  
JAN 19 2001

**ARTICLES OF INCORPORATION  
OF**

G FOUNDATION CORPORATION

**FILED**  
00 DEC 27 AM 9:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I  
Corporate Name and Address**

The name of this Corporation shall be G FOUNDATION CORPORATION and its permanent address shall be 2255 Wilton Drive, Wilton Manors, FL 33305.

**ARTICLE II  
Corporate Name**

This is a nonprofit corporation organized solely for general charitable purposes pursuant to the Florida Corporation Not for Profit law set forth in Section 617 of the State of Florida.

**ARTICLE III  
Duration**

The term of existence of the corporation is perpetual.

**ARTICLE IV  
General and Specific Purposes**

The specific and primary purposes for which this corporation is formed are:

- (a) see attached schedule A
- (b) to operate exclusively in any other manner for charitable purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954, (or the

corresponding provisions of any other applicable Internal Revenue Law) as amended, or under any corresponding provisions of any subsequent federal tax laws covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, including private foundations and private operating foundations.

**ARTICLE V**  
**Management of corporate Affairs**

(a) **Board of Trustees:** The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Trustees. The number of Trustees of the Corporation shall be at least two (2), provided, however, that such number may be changed by a bylaw duly adopted by the members.

The Trustees named herein as the first Board of Trustees shall hold office until the first meeting of members at which time an election of Trustees shall be held.

The Trustees elected at the first annual meeting and at all times thereafter, shall serve for a term of one (1) year until the annual meeting following the election of Trustees and until the qualifications of the successors in office. Annual meeting shall be held at location as described and prescribed by the Board of Trustees, and at such date and time as prescribed and determined by the Board of Trustees, or at such other times or places as the Board of Trustees may designate from time to time by resolution.

Any action required or permitted to be taken by the Board of Trustees under any provision of law may be taken without a meeting, if all members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes

of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Trustees. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Trustees without meeting, and that the Articles of Incorporation and the By-Laws of this Corporation authorize the Trustees to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such initial members of the Board of Trustees are as follows:

<u>Name:</u>	<u>Address</u>
Fredrick Warten	4531 NE 25th Avenue Ft. Lauderdale, FL 33308
Dean J. Trantalis	401 Riviera Isle Drive #201 Ft. Lauderdale, FL 33301

(b) Corporate Officers: The Board of Trustees shall elect the following officers: President, Vice President, Secretary/Treasurer, and such other officers as the By-Laws of this corporation; may authorize the Trustees to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Trustees.

(c) Liabilities of Directors: The Board of Directors shall not be personally liable for the debts, liabilities or other obligations of the corporation.

(d) Insurances/Indemnification:

1) Liability: The Board of Directors shall have the power to obtain and provide liability insurance for this Association's officer, directors, advisory committee members, employees, volunteers, agents and members to the extent and in the manner from time to time permitted by the Laws of the State of Florida, except that the Board cannot provide such

insurance coverage for criminal, intentional or willful misconduct. Said insurance shall be in an amount determined necessary by the Board of Directors and held as an indemnification of this Association's officers, directors, advisory committee members, employees, volunteers, agents, and members in the event of any and all litigations commenced against this Association and thereby protecting such persons from personal liability by having been made a party to such litigation by reason of their association and/or position with this Association.

2) Indemnification: The Board of Directors shall have the power to provide indemnification with or without the aforementioned liability insurance for this Association's officers, directors, advisory committee members, employees, volunteers, agents, and members to the extent and in the manner from time to time permitted by the Laws of the State of Florida criminal, intentional, or willful misconduct. Except to the extent such determination is reserved to the membership by the Laws of the State of Florida, the Board's determination to provide or refuse indemnification is conclusive.

## **ARTICLE VI**

### **Earnings and Activities of the Corporation**

(a) No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, trustees, 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 the purposes set forth in Article IV hereof.

(b) 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 any candidate for public office.

(c) 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

(d) Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

#### **ARTICLE VII**

##### **Distribution of Assets**

Upon dissolution of the corporation, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of the corporation dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501 (c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to



such organization or organizations as such Court shall determine which are organized and operated exclusively for such purposes.

### **ARTICLE VIII** **Membership**

The corporation shall have no class of members and shall be governed by its Board.

### **ARTICLE IX**

The names and residence addresses of the Subscribers of this corporation are as follows;

Name:

Address:

Dean J. Trantalis, Esq.

2255 Wilton Drive  
Wilton Manors, FL 33305

### **ARTICLE X** **Amendment of By-Laws**

Subject to the limitations contained in the By-laws, and any limitations set forth in the corporations Not For Profit law of the State of Florida, concerning corporate action that must be authorized and/or approved by the members of the corporation, By-Laws of this corporation may be altered, rescinded, added to, or new By-Laws may be adopted, either by resolution of the Board of Trustees, or by following the procedures set forth therefor in the By-Laws.

**ARTICLE XI**  
**Dedication of Assets**

The property of this corporation is irrevocably dedicated to educational purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any private individual.

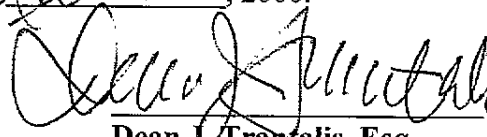
**ARTICLE XII**  
**Registered Agent and Office**

The address of the corporation's registered offices shall be 2255 Wilton Drive, Wilton Manors, Florida and the name of its agent shall be Dean J. Trantalis, Esq.

**ARTICLE XIII**  
**Amendment of Articles**

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Trustees and presented to a quorum of members for their vote.

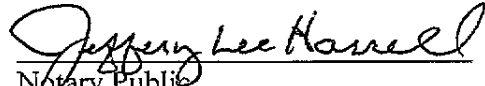
THE UNDERSIGNED, being the subscriber and incorporator of this corporation, for the purpose of forming the non-profit corporation under the laws of the State of Florida, have executed these Articles of Incorporation this the 18 day of December, 2000.

  
(SEAL)  
Dean J. Trantalis, Esq.

STATE OF FLORIDA     }  
                                     }  
COUNTY OF BOWARD    }

BEFORE ME, the undersigned authority, personally appeared Dean J. Trantalis, Esq. to me known to be the person described as the subscriber in the forgoing Articles of Incorporation, and he acknowledged before me that he subscribed to and executed said Articles this the 18 day of December, 2000.

**JEFFERY LEE HARRELL**  
**NOTARY PUBLIC STATE OF FLORIDA**  
**MY COMMISSION CC743118**  
**Expires May 17, 2002**

  
Notary Public  
(SEAL)

My Commission Expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED

---

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First, that G FOUNDATION CORPORATION, desiring to organize under the laws of the State of Florida with its principal office, as designated in the Articles of Incorporation at the City of Ft. Lauderdale, County of Broward, and State of Florida, has named Dean J. Trantalis, Esq., located at 2255 Wilton Drive, Wilton Manors, FL 33305, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated Corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.

  
DEAN J. TRANTALIS, ESQ.

FILED  
00 DEC 27 AM 9:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA