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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Martin Thirer, P.A.

Requestor's Name

475 W Cypress Creek RD., #204

Address

Ft. Lauderdale, FL 33309

City

State

ZIP

Phone

(954) 772-5551

VALIDATION ONLY

CORPORATION(S) NAME

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LAUDERDALE FOUNDATION, INC.

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DIVISION OF CORPORATIONS
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| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
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| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
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| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
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ARTICLES OF INCORPORATION

01 JUL -6 AM 11:04

OF

SECRETARY OF STATE
TALLAHASSEE FLORIDA

LAUDERDALE FOUNDATION, INC.

The undersigned incorporator to these Articles of Incorporation hereby forms a Not For Profit corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be LAUDERDALE FOUNDATION, INC.

ARTICLE II - TERM OF EXISTENCE

This corporation shall exist in perpetuity.

ARTICLE III - PURPOSES

1. The purposes for which the corporation is to be formed are exclusively to receive and administer funds for educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended and to that end to hold any property, or any undivided interest therein, without limitation as to amount or values; to dispose of any such property and to invest, reinvest, or deal with the principal or in the income in such manner as, in the judgment of the directors, will best promote the purposes of the corporation without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of Incorporation, the Bylaws of the Corporation, or any applicable law; to do any other act or thing incidental to or connected with the foregoing purpose or in advancement thereof, but not for the pecuniary profit or financial gain of its members, directors or officers except as permitted under the Florida Corporation not-for-profit law.

2. No part of the net earnings of the corporation shall inure to the benefit of any member, director, trustee, or officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), and no member, director, trustee or officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on the dissolution of the corporation. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence such legislation, and the corporation shall not participate in nor intervene (including the publication or distribution of statements) in a political campaign on behalf of any candidate for public office.

3. The corporation shall distribute its income for each taxable year at such time and in such manner as not be become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

4. The corporation shall not engage in any act of self dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal Tax laws.

5. The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal Tax laws.

6. The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal Tax laws.

7. The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal Tax laws.

8. Notwithstanding any of the provision of these Articles, the corporation shall not carry on any activities not permitted by an organization exempt under Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Code and Regulations as they now exist or as they may be amended in the future.

9. Upon dissolution of the corporation or the winding up of its affairs, the assets of the corporation shall be distributed exclusively to charitable, religious, scientific, testing for public safety, literary, or education organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be amended in the future.

ARTICLE IV - MANAGEMENT OF CORPORATE AFFAIRS

The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of directors. The number of directors shall be as are set forth in the bylaws, in no event shall the number be less than three. The duties, responsibilities, method of appointment and term of the directors shall be set forth in the bylaws.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1475 West Cypress Creek Road, Suite 204, Fort Lauderdale, Florida 33309, and the name of the initial registered agent of this corporation at that address is STEPHEN M. GOLDING

ARTICLE VI - MEMBERSHIP

1. There shall be only one class of membership of this corporation which shall consist of the persons named as the initial Board of Directors of the Corporation and such other person or persons as the members may elect pursuant to the Bylaws.

2. The members of this corporation shall have no right, title, or interest whatsoever in its income, property, or assets, nor shall any portion of such income, property, or assets be distributed to any member on the dissolution or winding up of this corporation. Members of this corporation shall not be personally liable for the debts, liabilities or obligations of the corporation, and shall not be subject to any assessments.

The names and street addresses of the members of the first Board of Directors is as follows:

STEPHEN M. GOLDING
1475 West Cypress Creek Rd.
Suite # 204
Ft. Lauderdale, Fl. 33309

MARIE E. BROWN
3856 Coral Tree Circle
Coconut Creek, Fl. 33073

NANCY A. KOCH
9551 Sunset Strip
Sunrise, Florida 33322

ARTICLE VII - INCORPORATOR

The name and address of the person signing these articles is:

STEPHEN M. GOLDING
1475 West Cypress Creek
Road Suite #204
Ft. Lauderdale, Fl. 33309

ARTICLE VIII - BYLAWS

Subject to the limitations contained in the bylaws and any limitations set forth in the Corporations Not for Profit law of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the Board of Directors or by following the procedure set forth therefor in the bylaws.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

These Articles of Incorporation may be amended by a proposed resolution adopted by the Board of Directors and presented to a quorum of members for their vote. Amendments may be adopted by the vote of two-thirds of a quorum of the members of the corporation.

ARTICLE XI - PRINCIPAL PLACE OF BUSINESS OF CORPORATION

The initial principal place of business of the corporation is as follows:

LAUDERDALE FOUNDATION, INC.
1475 West Cypress Creek Road, Suite 204
Fort Lauderdale, Florida 33309

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this 2nd day of July, 2001.

STEPHEN M. GOLDING, Subscriber

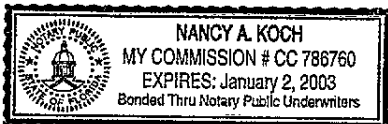
STATE OF FLORIDA :

COUNTY OF BROWARD :

The foregoing instrument was acknowledged before me this 2nd day of July, 2001, by STEPHEN M. GOLDING, who is personally known to me and who did not take an oath.

Nancy A. Koch
NOTARY PUBLIC STATE OF FLORIDA

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 accordance with Florida Statutes, the following is submitted in compliance with said Act:

First--That LAUDERDALE FOUNDATION, INC., a Not For Profit corporation, desiring to organize under the laws of the State Florida with its principal office, as indicated in the articles of incorporation at the City of Fort Lauderdale, County of Broward, State of Florida has named STEPHEN M. GOLDING located at 1475 West Cypress Creek Road, Suite 204, Fort Lauderdale, Florida 33309, as its agent to accept service of process within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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 provision of said Act relative to keeping open said office.

By: _____

STEPHEN M. GOLDING
(Resident Agent)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA