

# N04000001454

**EFFECTIVE DATE**1-27-04

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(Requestor's Name)

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**CAPITAL CONNECTION, INC.**

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

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2004 JAN 29 P 1:36

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Fisher Island Philanthropic  
Fund, Incorporated

- ☒ 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 11 Retrieval \_\_\_\_\_
- ☐ Courier \_\_\_\_\_

Signature \_\_\_\_\_

Requested by: \_\_\_\_\_

Name

Date

Time

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Will Pick Up \_\_\_\_\_



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

RECEIVED  
04 FEB 12 PM 3:49  
DIVISION OF CORPORATION

February 3, 2004

CAPITAL CONNECTION, INC.

SUBJECT: FISHER ISLAND PHILANTHROPIC FUND, INCORPORATED  
Ref. Number: W04000004674

We have received your document for FISHER ISLAND PHILANTHROPIC FUND, INCORPORATED and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

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) 245-6933.

Dale White  
Document Specialist  
New Filings Section

Letter Number: 404A00007196

**RE-SUBMIT**  
PLEASE OBTAIN THE ORIGINAL  
FILE DATE

**EFFECTIVE DATE**  
1-27-04

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**Articles of Incorporation**

**of**

2004 JAN 29 P 1:36

**Fisher Island Philanthropic Fund, Incorporated**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I. CORPORATE NAME**

The name of this corporation is Fisher Island Philanthropic Fund, Incorporated.

**ARTICLE II. PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office of this corporation is: 7957 Fisher Island Drive, Miami, Florida 33109.

The mailing address of this corporation is: 7957 Fisher Island Drive, Miami, Florida 33109.

**ARTICLE III. EFFECTIVE DATE**

These Articles of Incorporation of Fisher Island Philanthropic Fund, Incorporated, are effective January 27, 2004.

**ARTICLE IV. CORPORATE NATURE**

This is a corporation not for profit organized solely for general charitable and educational purposes pursuant to the Florida Corporations Not for Profit Law set forth in Section 617 of the Florida Statutes.

**ARTICLE V. DURATION**

The term of existence of the corporation is perpetual.

**ARTICLE VI. GENERAL AND SPECIFIC PURPOSES**

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

A. To raise and distribute funds to charities serving children and at-risk youth in Miami-Dade County, Florida.

B. To operate exclusively in any other manner for such religious, charitable and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954, 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, as amended, including private foundations and private operating foundations.

#### **ARTICLE VII. MANAGEMENT OF CORPORATE AFFAIRS AND MANNER OF ELECTION OF DIRECTORS**

The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors, consisting of not less than three (3) persons. The manner of Election of Directors shall be stated in the Bylaws of the Corporation.

#### **ARTICLE VIII. INITIAL BOARD OF DIRECTORS**

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

<u>Name</u>	<u>Address</u>
Eugene Gitin	7957 Fisher Island Drive, Miami, Florida 33109
Barry Goldin	8043 Fisher Island Drive, Miami, Florida 33109
Irving Siegel	5282 Fisher Island Drive, Miami, Florida 33109
Herbert Dunn	7747 Fisher Island Drive, Miami, Florida 33109
Harve Mogul	3250 Southwest 3rd Avenue, Miami, Florida 33129

#### **ARTICLE IX. EARNINGS, ACTIVITIES AND DISTRIBUTIONS OF INCOME OF THE CORPORATION**

A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its directors, officers, members 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 VI 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.

E. Any other provisions of this instrument notwithstanding, the directors shall 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.

F. Any other provisions of this instrument notwithstanding, the directors 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; nor 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; nor make any investments in such manner as to incur tax liability under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code; nor make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

## **ARTICLE X. DISTRIBUTION OF ASSETS**

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all 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, education, 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 Directors 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 XI. DEDICATION OF ASSETS**

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

**FILED**

2004 JAN 29 PM 3:58  
TALLAHASSEE, FLORIDA  
CLERK OF STATE

**ARTICLE XII. REGISTERED AGENT AND OFFICE**

The address of the corporation's registered office shall be 7747 Fisher Island Drive, Miami, Florida 33109 and the name of its registered agent at said address shall be Marcia Bailey Dunn.

I, the undersigned, being the Incorporator of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, have executed these Articles of Incorporation, this January 26, 2004.

Marcia Bailey Dunn  
Marcia Bailey Dunn

STATE OF FLORIDA  
COUNTY OF MIAMI-DADE

The foregoing Articles of Incorporation of Fisher Island Philanthropic Fund, Incorporated, were acknowledged before me this January 26, 2004, by Marcia Dunn as Incorporator.

☒ who is personally known to me, or  
☐ who has produced \_\_\_\_\_ as identification.



Beverly L. Greenberg  
Commission # DB 044209  
Expires Sep. 5, 2005  
Bonded Thru  
Atlantic Bonding Co., Inc.

Beverly L. Greenberg  
NOTARY PUBLIC

**ACCEPTANCE OF REGISTERED AGENT**

Having been named as registered agent of the above-stated corporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of any duties and I accept the duties and obligations of Section 617.0503, Fla. Stat., as amended.

Marcia Bailey Dunn  
Marcia Bailey Dunn, Registered Agent