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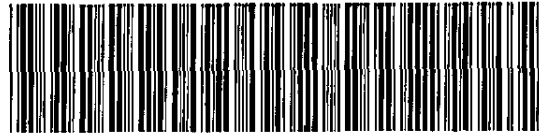
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05 SEP 13 PM 10:43

DIVISION OF CORPORATION



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 592491 5132370

AUTHORIZATION : *Patricia Pizeto* *Patricia Pizeto*

COST LIMIT : \$ 78.75

ORDER DATE : September 13, 2005

ORDER TIME : 9:27 AM

ORDER NO. : 592491-005

CUSTOMER NO: 5132370

CUSTOMER: Stuart R. Morris, Esq
Law Offices Of Stuart R.
Morris, P.a.
Suite 310
7000 West Palmetto Park Road
Boca Raton, FL 33433

DOMESTIC FILING

NAME: ALLYN L. GOLUB FOUNDATION,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds - EXT. 2933

EXAMINER'S INITIALS: _____

ARTICLES OF INCORPORATION
In Compliance with Chapter 617, F.S., (Not for Profit)

FILED
2005 SEP 13 PM 2:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be:

ALLYN L. GOLUB FOUNDATION, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

4590 INGRAHAM HIGHWAY, CORAL GABLES, FL 33133

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

SEE ATTACHED EXHIBIT "A"

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

DIRECTORS ARE ELECTED EACH YEAR AT THE ANNUAL MEETING OF MEMBERS AND BOARD OF DIRECTORS

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List name(s), address(es) and specific title(s):

Allyn L. Golub, Ph.D., Director, 4590 Ingraham Highway, Coral Gables, FL 33133
Stuart R. Morris, Esq., Director, 7000 W. Palmetto Park Rd., #310, Boca Raton, FL 33433
Barbara A. Ingalls, Director, 8350 NW 52nd Terrace, Suite 200, Doral, FL 33166-7708
Allan D. Yarkin, Director, 1000 E. Hallandale Beach Blvd., Hallandale, FL 33009
Henry W. Boyce, III, Director, 1000 E. Hallandale Beach Blvd., Hallandale, FL 33009

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Stuart R. Morris, Esq.
7000 W. Palmetto Park Rd., Suite 310
Boca Raton, FL 33433

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Stuart R. Morris, Esq.
7000 W. Palmetto Park Rd., Suite 310
Boca Raton, FL 33433

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Signature/Registered Agent

9/12/05

Date

Signature/Incorporator

9/12/05

Date

EXHIBIT "A"
TO THE
ARTICLES OF INCORPORATION
OF
ALLYN L. GOLUB FOUNDATION, INC.

A. The Corporation is organized and shall be operated exclusively for religious, charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be hereafter amended, and it is authorized to receive and maintain funds, to have, hold, manage and sell the same, to change the investments thereof, to invest and reinvest the proceeds thereof, and to collect and receive the income and profits thereof; and to apply the income and principal to the aid and assistance of any and all educational organizations and institutions, and to do all things that may be necessary and useful in the accomplishment of the purposes hereinabove set forth.

B. All the assets and earnings shall be used exclusively for the purposes hereinabove set out, including the payment of expenses incidental thereto, and no part of the net earnings shall inure to the benefit of any part of the net earnings shall inure to the benefit of any private member or individual, and no substantial part of the activities of the corporation shall be for the carrying on of propaganda or otherwise attempting to influence legislation. In the event of dissolution, all assets and earnings shall be paid over to another corporation or corporations organized and operated exclusively for charitable purposes which would qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code as they now exist or as they may be hereafter amended.

C. Notwithstanding any other provisions of these Articles:

1. The Corporation 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 of 1986, or corresponding provisions of any subsequent Federal tax laws.
2. 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.
3. 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.
4. 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.
5. 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.

The Corporation shall have no capital stock and the private property of the incorporators and members shall not be liable for the debts of the Corporation.