

N05000011659

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

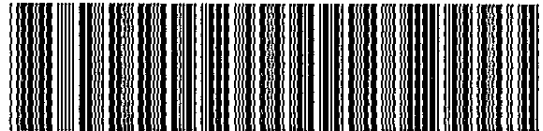
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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11/17/05--01019--021 **78.75

FILED
05 NOV 17 PM 1:00
TALLAHASSEE, FLORIDA

RECEIVED
05 NOV 17 AM 11:42
TALLAHASSEE, FLORIDA
STATE CORPORATION

805A-67332
805A-67332

[Handwritten signature]

CORPDIRECT AGENTS, INC. (formerly CCRS)
515 EAST PARK AVENUE
TALLAHASSEE, FL 32301
222-1173

FILING COVER SHEET
ACCT. #FCA-14

FILE SECOND

CONTACT: TRACY SPEAR

DATE: 11/17/05

REF. #: 000409.44507

CORP. NAME: PHILLIP AND PATRICIA FROST PHILANTHROPIC FOUNDATION, INC

☒ ARTICLES OF INCORPORATION NOT FOR PROFIT

☐ ANNUAL REPORT

☐ TRADEMARK/SERVICE MARK

☐ FICTITIOUS NAME

☐ FOREIGN QUALIFICATION

☐ LIMITED PARTNERSHIP

☐ LIMITED LIABILITY

☐ REINSTATEMENT

☐ MERGER

☐ WITHDRAWAL

☐ CERTIFICATE OF CANCELLATION

☐ OTHER:

STATE FEES PREPAID WITH CHECK# 514988 FOR \$ 78.75

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$ _____

PLEASE RETURN:

☒ CERTIFIED COPY

☐ CERTIFICATE OF GOOD STANDING

☐ PLAIN STAMPED COPY

☐ CERTIFICATE OF STATUS

Examiner's Initials

PHILLIP AND PATRICIA FROST PHILANTHROPIC FOUNDATION, INC.
One Southeast Third Avenue
28th Floor
Miami, Florida 33131

FILED
05 NOV 17 PM 1:00
CLERK OF DISTRICT COURT
MIAMI, FLORIDA

STATE OF FLORIDA }
 }SS:
COUNTY OF MIAMI-DADE }

AFFIDAVIT

BEFORE ME, the undersigned authority, personally appeared HENRY H. RAATTAMA, JR. ("Affiant"), in his capacity as Incorporator of **PHILLIP AND PATRICIA FROST PHILANTHROPIC FOUNDATION, INC.**, Document No: N05000011340, a Florida not-for-profit corporation (the "Corporation"), who being by me duly sworn, on oath, deposes and says:

- (1) The Corporation has no intention of revoking its dissolution; and
- (2) The Corporation therefore releases its corporate name for use to the following entity:

PHILLIP AND PATRICIA FROST PHILANTHROPIC FOUNDATION, INC.

FURTHER AFFIANT SAYETH NOT.

AFFIANT:

PHILLIP AND PATRICIA FROST
PHILANTHROPIC FOUNDATION, INC.

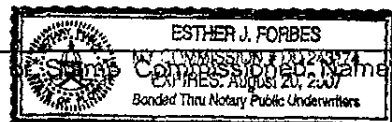
By: _____

Henry H. Raattama, Jr.

The foregoing instrument was sworn to and subscribed before me this 15th day of November, 2005, by HENRY H. RAATTAMA, JR., INCORPORATOR of PHILLIP AND PATRICIA FROST PHILANTHROPIC FOUNDATION, INC., a Florida non-for-profit corporation, on behalf of the corporation. He is personally known to me or has produced _____ (type of identification) as identification.

NOTARY PUBLIC, STATE OF FLORIDA

(Print, Type
Public)



PHILLIP AND PATRICIA FROST PHILANTHROPIC FOUNDATION, INC.

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not For Profit Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation shall be: Phillip and Patricia Frost Philanthropic Foundation, Inc.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is: One S.E. Third Avenue, 28th Floor, Miami, Florida 33131.

ARTICLE III. PURPOSE(S)

The purpose for which the corporation is organized is exclusively for charitable, religious, educational, and scientific purposes under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE IV. MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed is set forth in the By Laws.

ARTICLE V. INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent is:

American Information Services, Inc.
One Southeast Third Avenue, Suite 2800
Miami, Florida 33131

ARTICLE VI. INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation:

Henry H. Raattama, Jr.
One Southeast Third Avenue, Suite 2800
Miami, Florida 33131

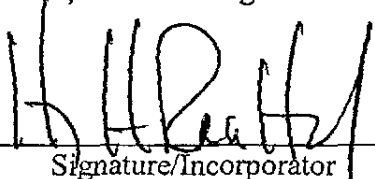
ARTICLE VII. CHARITABLE ORGANIZATIONS PROVISIONS

Notwithstanding any powers granted to the Corporation by its Articles, By Laws or by the laws of the State of Florida, the following limitations of power shall apply:

a. The Corporation is organized exclusively for charitable, religious, educational and scientific purposes, including for such purposes the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended ("Code").

b. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for the services rendered and to make payments and distributions in furtherance of purposes set forth in the purpose clause hereof. 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 (or in opposition to) any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (i) by an organization exempt from federal income tax under Code Section 501(c)(3); or (ii) by an organization contributions to which are deductible under Code Section 170(c)(2).

c. Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Code Section 501(c)(3), or shall be distributed to the federal government, or a state or local government, for public purpose. Any such assets not so disposed of shall be disposed of by the court having jurisdiction over the Corporation, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.



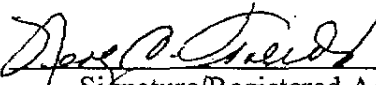
Signature/Incorporator

November 16, 2005

Date

(An additional article must be added if an effective date is requested.)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Signature/Registered Agent
Nery C. Toledo, Assistant Secretary

November 16, 2005

Date

FILED
NOV 17 PM 1:00
CLERK OF STATE
TALLAHASSEE, FLORIDA