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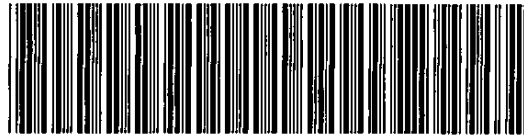
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**COVER LETTER**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**SUBJECT:** FRIENDS OF THE UFFIZI GALLERY, INC.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee &  
Certificate of  
Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

**FROM:** Joshua M. Fleming  
Name (Printed or typed)

11891 U.S. Highway One, Suite 100  
Address

North Palm Beach, FL 33408  
City, State & Zip

561 622-2700  
Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**

**ARTICLES OF INCORPORATION  
OF  
FRIENDS OF THE UFFIZI GALLERY, INC.  
A NOT-FOR-PROFIT CORPORATION**

We, the undersigned, with other persons being desirous of forming a not-for-profit corporation, under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

**ARTICLE I**

The name of the corporation shall be:

FRIENDS OF THE UFFIZI GALLERY, INC.

**ARTICLE II**

The address of the principal office of this corporation shall be

C/o Fleming & Fleming, PLLC  
11891 U.S. Highway One, Suite 100  
North Palm Beach, FL 33408

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and the mailing address of the corporation shall be the same.

**ARTICLE III**

Said corporation is organized exclusively for charitable, religious, educational, literary and scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Code.

Notwithstanding any other provision of these articles, this corporation will not carry on any other activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or the corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State or local government for exclusive public purpose.

#### **ARTICLE IV**

The directors shall be elected by the majority vote of those members entitled to vote.

#### **ARTICLE V**

There shall be three (3) directors constituting the initial board of directors.

The name and address of each person who is to serve as an initial director are:

Maria Vittoria Colonna Rimbotti  
C/o Amici Degli Uffizi Onlus  
V. Lorenzo il Magnifico, 1  
Florence 50129 (Italy)

George M. Pavia  
600 Madison Avenue, 12<sup>th</sup> Floor  
New York, NY 10022

Paolo G. Palli  
6950 Fleet St.  
Forest Hills, NY 11375

#### **ARTICLE VI**

The street address of the initial registered office of the corporation shall be 11891 U.S. Highway One, Suite 100, North Palm Beach, FL 33408 and the name of the initial registered agent of the corporation at that address is Joshua M. Fleming.

#### **ARTICLE VII**

The name and address of the incorporator of these Articles is:

Joshua M. Fleming  
11891 U.S. Highway One, Suite 100  
North Palm Beach, FL 33408

#### **ARTICLE VIII AMENDMENT OF ARTICLES**

Amendments to these articles of incorporation may be proposed by a resolution adopted by the Board of Directors and presented to the members for their vote, or by a petition signed by

one-third of the members of the corporation. Amendments may be adopted by the vote of two-thirds of the members of the corporation.

In Witness Whereof, the undersigned has hereunto set their hand and seal on this 23 day of June, 2006.

  
\_\_\_\_\_  
Joshua M. Fleming, Incorporator

**ACCEPTANCE OF REGISTERED AGENT  
DESIGNATED IN THE ARTICLES OF INCORPORATION**

Joshua M. Fleming, an individual residing in this State, having a business office identical with the registered agent office address of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of FRIENDS OF THE UFFIZI GALLERY, INC.;

Joshua M. Fleming is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: \_\_\_\_\_

Joshua M. Fleming

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