

UCC SERVICES

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Division of Corporations

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To:

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Fax Number : (850)205-0381

From:

Account Name : UCC FILING & SEARCH SERVICES, INC.
Account Number : I19980000054
Phone : (850)681-6528
Fax Number : (850)681-6011

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT/NON PROFIT CORPORATION

The Winter Foundation Inc.

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| Certificate of Status | 0 |
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J. Shivers MAR 30 2007

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

ARTICLE I NAME

The name of the corporation shall be:

The Winter Foundation Inc.

ARTICLE II PRINCIPAL OFFICE

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

Tribeca Business Management LLC
125 West 55th St., 8th Fl. New York, NY 10019**ARTICLE III PURPOSE**

The purpose for which the corporation is organized is:

Support under funded high school band programs, support individuals affected by domestic violence to break cycle of abuse and contribute to research that focuses on management of acute hyperglycemia in hospitalized patients

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

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

Steven Trampusch - Director - c/o Tribeca Business Management LLC
125 West 55th St., 8th Fl. New York, NY 10019
Ronald Winter - Chairman of the Board - c/o Tribeca Business Management LLC
125 West 55th St., 8th Fl. New York, NY 10019
Jeffrey Schwartz - Director - c/o Tribeca Business Management LLC
125 West 55th St., 8th Fl. New York, NY 10019
Jeanette M Kitts - Executive Director of The Winter Foundation Inc.
125 West 55th St., 8th Fl. New York, NY 10019**ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS**The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:United Corporate Services, Inc.
9200 South Dadeland Blvd. Ste. 508
Miami, FL 33156**ARTICLE VII INCORPORATOR**The name and address of the Incorporator is:Michael A. Barr
10 Bank St. Ste. 560
White Plains, New York 10606

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_____
Signature/Incorporator

Date

Date

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TALLAHASSEE, FLORIDA

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