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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10-17-07
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TRANSMITTAL LETTER

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

SUBJECT: James Ward and Patricia Waldman Private Foundation

(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: Patricia Ward Waldman
Name (Printed or typed)

PO Box 2465
Address

Palm Beach, FL 33480
City, State & Zip

561-805-7660
Daytime Telephone number

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 27, 2007

PATRICIA WARD WALDMAN
P. O. BOX 2465
PALM BCH, FL 33480

SUBJECT: JAMES WARD AND PATRICIA WALDMAN PRIVATE FOUNDATION
Ref. Number: W07000042126

We have received your document for JAMES WARD AND PATRICIA WALDMAN PRIVATE FOUNDATION and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal street address and/or a mailing address in the document. A post office box is not acceptable for the principal address.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

You must list at least one incorporator with a complete business street address.

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

Please return the corrected 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) 245-6995.

Wanda Cunningham
Document Specialist
New Filing Section

Letter Number: 107A00051509

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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Articles of Incorporation

Of the undersigned, whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of the State of Florida, do hereby certify:

First: The name of the Corporation shall be JAMES WARD AND PATRICIA WALDMAN PRIVATE FOUNDATION *INC.*

Second: The place in this state where the principal office of the Corporation is to be located is the City of PALM BEACH. The physical address will be 225 Peruvian Avenue, Suite 201 Palm Beach, FL 33480

Third: Said 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, or the corresponding section of any future federal tax code.

Fourth: The names and addresses of the persons who are the initial trustees/directors of the corporation are as follows:

The directors are elected as stated in the by-laws.

JAMES WARD
PATRICIA WALDMAN
DEREK SCHWARTZ
BRUCE CAULK

225 Peruvian Avenue, Suite 201 Palm Beach, FL 33480
225 Peruvian Avenue, Suite 201 Palm Beach, FL 33480
2385 Executive Drive Suite 190 Boca Raton, FL 33431
1966 Greenspring Drive, Suite 405 Timonium, MD 21093

The incorporator of the business is PATRICIA WALDMAN 225 Peruvian Avenue, Suite 201 Palm Beach, FL 33480

Fifth: 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 services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third 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 these articles, the corporation shall not carry on any 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, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or the corresponding section of any future tax code.

Furthermore, the corporation will distribute its income for each tax year at a time and in a 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.

The corporation will not engage in any act of self-defined in section 4941 (d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

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TALLAHASSEE, FLORIDA

The corporation will not retain any excess business holdings as defined in section 4943 © of the Internal Revenue Code, or the corresponding section of any future federal tax code.

The corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

The corporation will not make any taxable expenditures as defined in section 4945 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Sixth: Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Seventh: The resident agent of the corporation will be Derek Schwartz 2385 Executive Drive Suite 190 Boca Raton, FL 33431.

Resident Agent Acceptance:

I hereby am familiar with and accept the duties and responsibilities of Registered Agent:


Derek Schwartz Title: Resident Agent

In witness whereof, we have hereunto subscribed our names this 8th day of September 2007.


Patricia Waldman Title: Incorporator