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## DOMESTICATION

THE PAKULA-AXELRAD FAMILY FOUNDATION, INC.

Certificate of Status	1
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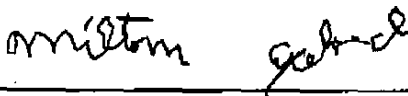
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**CERTIFICATE OF DOMESTICATION  
OF  
THE PAKULA-AXELRAD FAMILY FOUNDATION, INC.**

**THE UNDERSIGNED**, Milton Axelrad, President of The Pakula-Axelrad Family Foundation, an Illinois not-for-profit corporation (the "corporation"), in accordance with section 617.1803, Florida Statutes, does hereby certify the following:

1. The date on which the corporation was first formed was December 21, 1944.
2. The jurisdiction where the corporation was first formed, incorporated, or otherwise came into being is the State of Illinois.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was The Pakula-Axelrad Family Foundation.
4. The name of the corporation, as set forth in its articles of Incorporation, to be filed pursuant to sections 617.01201 and 617.0202, Florida Statutes, with this certificate is The Pakula-Axelrad Family Foundation, Inc.
5. The jurisdiction that constituted the seat, slege, social principal place of business or central administration of the corporation, or any other equivalent thereto under applicable law immediately prior to the filing of the Certificate of Domestication was the State of Illinois.
6. Attached are Florida articles of incorporation pursuant to section 617.1803, Florida Statutes.

I am President of The Pakula-Axelrad Family Foundation and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this the 13<sup>th</sup> day of February 2007.

  
\_\_\_\_\_  
Milton Axelrad  
President

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**ARTICLES OF INCORPORATION  
OF  
THE PAKULA-AXELRAD FAMILY FOUNDATION, INC.**

**(A Corporation Not for Profit)**

In order to form a corporation under and in accordance with the provisions of Chapter 617, Florida Statutes, I, hereby make, adopt and subscribe the following Articles of Incorporation:

**I.  
NAME OF CORPORATION**

The name of this corporation shall be:

**The Pakula-Axelrad Family Foundation, Inc.**

The principal address and the mailing address of the corporation shall be:

1299 N. Tamiami Trail, Unit 1024  
Sarasota, Florida 34236

**II.  
PURPOSES**

The purposes for which the corporation is organized are exclusively religious, charitable, scientific, literary and educational 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 law.

The general nature, objects and purposes of the corporation shall be to operate without profit and to accept and receive property of whatever kind, and wherever situate, received by it by gift, grant, purchase, devise, bequest, or in any lawful manner and to administer and distribute such property exclusively for religious, scientific, literary, or educational and other charitable purposes, including:

A. To distribute property in accordance with the terms of gifts, bequests, or devises made to the corporation which are not inconsistent with its purposes;

B. To modify any restriction or condition on the administration and distribution of funds for any specified purpose consistent herewith if in the sole judgment of the board of directors, such restriction or condition becomes, in effect, unnecessary, incapable of fulfillment, or inconsistent with the designated purposes of the corporation.

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No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, 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 herein. 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 any candidate for public office except as authorized under the Internal Revenue Code. Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (i) by a corporation 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) or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

### **III. MEMBERSHIP**

The corporation shall not have any members.

### **IV. BOARD OF DIRECTORS**

The affairs of the corporation shall be managed by a board of directors consisting of not less than four (4) persons, as determined pursuant to provisions of the Bylaws. The board of directors of the corporation shall be elected at the meeting of the board of directors of the corporation, held on any day in the month of December, of each year, to serve until the next annual meeting or until their respective successors are duly elected. The method of election of directors shall be as stated in the bylaws.

The names and addresses of the directors who are to manage the affairs of the corporation until the next annual meeting of the directors or until their successors are duly elected and qualified are as follows:

Milton Axelrad  
1299 N. Tamiami Trail, Unit 1024  
Sarasota, Florida 34236

Michael Axelrad  
7 Midhampton Court  
Quogue, New York 11953

James Axelrad  
440 Groveland Avenue  
Highland Park, IL 60035

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**V.  
OFFICERS**

The officers of the corporation shall consist of a president, one or more vice presidents, a secretary, a treasurer, and such additional officers as may be designated in the corporate Bylaws. The officers of the corporation shall be elected at the annual meeting of the board of directors of the corporation, which shall be held on any day in the month of December, of each year. The officers of the corporation shall serve until the next annual meeting of the board of directors or until their successors shall be duly elected and qualified, whichever shall first occur. The duties of the officers shall be as set forth in the corporate Bylaws.

The names and respective offices of the persons who are to hold office until the next annual meeting of the board of directors or until their successors are duly elected and qualified, are as follows:

<u>Name</u>	<u>Office</u>
Milton Axelrad 1299 N. Tamiami Trail, Unit 1024 Sarasota, Florida 34236	President and Treasurer
Michael Axelrad 7 Midhampton Court Quogue, New York 11953	Vice President and Secretary

**VI.  
CORPORATE EXISTENCE**

The existence of this corporation shall be perpetual, unless dissolved according to law.

**VII.  
BYLAWS**

The board of directors of the corporation shall adopt Bylaws consistent with these Articles of Incorporation. Thereafter, the Bylaws may be altered, amended or rescinded by the directors in the manner provided by such Bylaws.

**VIII.  
REGISTERED OFFICE**

The street address of the initial registered office of the corporation is 200 South Orange Avenue, Sarasota, Florida 34236, and the name of the initial registered agent of this corporation at that address is Jeffrey T. Trolano.

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**IX.  
INCORPORATORS**

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

Milton Axelrad  
1299 N. Tamiami Trail, Unit 1024  
Sarasota, Florida 34236

**X.  
COMMITTEES**

The corporation may establish such committees as may be necessary to efficiently carry out the general purposes and activities of the corporation.



**XI.  
DISTRIBUTION UPON DISSOLUTION**

Upon the dissolution of the corporation, the board of directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes for which this corporation was organized to such organization or organizations organized and operated exclusively for charitable, educational, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, (or the corresponding provision of any future United States Internal Revenue Law) or an organization or organizations, contributions to which are deductible under Section 170(c)(1) or (2) of the Internal Revenue Law.

**XII.  
AMENDMENT**

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner now or hereafter prescribed by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 13<sup>th</sup> day of February 2007.

  
  
\_\_\_\_\_  
Milton Axelrad  
Incorporator

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**ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT**

The undersigned, hereby consents to the appointment as Registered Agent of The Pakula-Axelrad Family Foundation, to accept service of process upon said corporation in this state. The undersigned is familiar with, and accepts, the obligations of this position.

  
\_\_\_\_\_  
Jeffrey T. Trolano  
Registered Agent

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