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2008 APR 25 PM 1:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

4/28

TRANSMITTAL LETTER

APRIL 23, 2008
Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: LARRY & ELAINE SMITH FAMILY FOUNDATION, 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: STUART R. MORRIS, ESQ.

Name (Printed or typed)

7000 WEST PALMETTO PARK ROAD, SUITE 205

Address

BOCA RATON, FL 33433

City, State & Zip

561-750-3850

Daytime Telephone number

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

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be:

LARRY & ELAINE SMITH FAMILY FOUNDATION, INC.

ARTICLE II PRINCIPAL OFFICE

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

800 Yamato Road, Suite 100, Boca Raton, FL 33431

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

SEE ATTACHED EXHIBIT "A"

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

DIRECTORS ARE ELECTED EACH YEAR AT THE ANNUAL MEETING OF MEMBERS AND BOARD OF DIRECTORS

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

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

LARRY E. SMITH, Director/President/Secretary, 800 Yamato Road, Suite 100, Boca Raton, FL 33431
ELAINE M. SMITH, Director/Vice President/Treasurer, 800 Yamato Road, Suite 100, Boca Raton, FL 33431
KAREN SMITH FOWLER, Director, c/o 800 Yamato Road, Suite 100, Boca Raton, FL 33431
STEPHANIE A. BOGGS, Director, c/o 800 Yamato Road, Suite 100, Boca Raton, FL 33431
REBECCA J. SMITH, Director, c/o 800 Yamato Road, Suite 100, Boca Raton, FL 33431

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Stuart R. Morris, Esq.
7000 W. Palmetto Park Rd., Suite 205
Boca Raton, FL 33433

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Stuart R. Morris, Esq.
7000 W. Palmetto Park Rd., Suite 205
Boca Raton, FL 33433

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

4/23/08

Date

Signature/Incorporator

4/23/08

Date

EXHIBIT "A"
TO THE
ARTICLES OF INCORPORATION
OF
LARRY & ELAINE SMITH FAMILY FOUNDATION, INC.

A. The Corporation is organized and shall be operated exclusively for religious, charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be hereafter amended, and it is authorized to receive and maintain funds, to have, hold, manage and sell the same, to change the investments thereof, to invest and reinvest the proceeds thereof, and to collect and receive the income and profits thereof; and to apply the income and principal to the aid and assistance of any and all educational organizations and institutions, and to do all things that may be necessary and useful in the accomplishment of the purposes hereinabove set forth.

B. All the assets and earnings shall be used exclusively for the purposes hereinabove set out, including the payment of expenses incidental thereto, and no part of the net earnings shall inure to the benefit of any part of the net earnings shall inure to the benefit of any private member or individual, and no substantial part of the activities of the corporation shall be for the carrying on of propaganda or otherwise attempting to influence legislation. In the event of dissolution, all assets and earnings shall be paid over to another corporation or corporations organized and operated exclusively for charitable purposes which would qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code as they now exist or as they may be hereafter amended.

C. Notwithstanding any other provisions of these Articles:

1. The Corporation shall distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

2. The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

3. The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

4. The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

5. The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

The Corporation shall have no capital stock and the private property of the incorporators and members shall not be liable for the debts of the Corporation.