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**FLORIDA PROFT/NON PROFIT CORPORATION**

**CLIFF AND BETTY BERRY FAMILY CHARITABLE FOUNDATION, INC.**

EP 8/20/08

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**ARTICLES OF INCORPORATION  
OF  
CLIFF AND BETTY BERRY FAMILY CHARITABLE FOUNDATION, INC.**

The undersigned incorporator hereby forms this corporation under the Florida Not For Profit Corporation Act pursuant to Chapter 617 of the laws of the State of Florida.

**ARTICLE I. NAME**

The name of the corporation shall be: CLIFF AND BETTY BERRY FAMILY CHARITABLE FOUNDATION, INC.

**ARTICLE II. ADDRESS**

The address of the principal office of this corporation shall be 4411 East Country Club Circle, Plantation, Florida 33317 and the mailing address shall be the same.

**ARTICLE III. PURPOSES**

The purposes for which the Corporation is organized are:

1. The Corporation is organized exclusively for charitable, religious, literary, scientific and educational purposes as set forth in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code") including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Code Section 501(c)(3).

2. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered

This document was prepared by:  
Bernard A. Singer, Esquire  
3107 Stirling Road, Suite 105  
Ft. Lauderdale, Florida 33312  
(854) 985-8600  
Florida Bar# 240761

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and to make payments and distributions in furtherance of the purposes set forth in these Articles of Incorporation.

3. No part of the activities of the Corporation shall include the carrying on of propaganda or be used to influence legislation as defined in Code Section 4945, 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.

4. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Code Section 501(c)(3), (b) by a corporation contributions to which are deductible under Code Section 170(c)(2), or (c) by a nonprofit corporation organized under the laws of the State of Florida pursuant to the provisions of the Florida Not For Profit Corporation Act.

#### **ARTICLE IV. TAX PROVISIONS**

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 Code Section 4942. Further, the Corporation shall not engage in any act of self-dealing as defined in Code Section 4941(d), nor retain any excess business holdings as defined in Code Section 4943(c), nor make any investments in such manner as to incur tax liability under Code Section 4944, nor make any taxable expenditures as defined in Code Section 4945(d).

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**ARTICLE V. CORPORATE POWERS**

The Corporate Powers of this Corporation are as provided in Sections 617.0302 and 617.0303, Florida Statutes, 2007.

**ARTICLE VI. INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and street address of the Initial registered agent is Bernard A. Singer, 3107 Stirling Road, Suite 105, Ft. Lauderdale, Florida 33312.

**ARTICLE VII. INCORPORATOR**

The name and street address of the Incorporator for these Articles of Incorporation is: Bernard A. Singer, 3107 Stirling Road, Suite 105, Ft. Lauderdale, Florida 33312.

**ARTICLE VIII. DIRECTORS**

The Corporation shall be organized on a nonstock basis and shall have no members. The authority for all affairs of the Corporation shall be in a Board of Directors who shall have and may exercise all the powers of the Corporation as permitted by federal law, state law, these Articles of Incorporation and the Bylaws of the Corporation as from time to time in effect. The manner in which the directors are elected or appointed shall be as set forth in the Bylaws of this Corporation. The Corporation shall have three directors, Initially. The names and street addresses of the initial members of the Board of Directors are:

Clifford L. Berry, Sr.  
Betty J. Berry  
Cynthia E. Berry

4411 East Country Club Circle, Plantation, Florida 33317  
4411 East Country Club Circle, Plantation, Florida 33317  
1341 Dunhill Drive, Longwood, Florida 32750

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**ARTICLE IX. DISSOLUTION**

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Code Section 501(C)(3), or 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 having jurisdiction in 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.

**ARTICLE X. MISCELLANEOUS**

All general or specific references herein made to the Internal Revenue Code shall be deemed to refer to the Internal Revenue Code of 1986 as now in force or later amended, or the corresponding provision of any future United States Internal Revenue Law. Similarly, any general or specific references to the laws of the State of Florida shall be deemed to refer to the laws of the State of Florida as now in force or hereafter amended.

**IN WITNESS WHEREOF**, the undersigned as incorporator has executed these Articles of Incorporation this 19<sup>th</sup> day of August, 2008.

  
\_\_\_\_\_  
**BERNARD A. SINGER**, IncorporatorFILED  
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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THE STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED  
FOR  
CLIFF AND BETTY BERRY FAMILY FOUNDATION, INC.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First: That CLIFF AND BETTY BERRY FAMILY FOUNDATION, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation, has named BERNARD A. SINGER, 3107 Stirling Road, Suite 105, Ft. Lauderdale, Florida 33312, as agent to accept service of process within this state.

ACKNOWLEDGMENT: Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By: 

**BERNARD A. SINGER**  
Registered Agent

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