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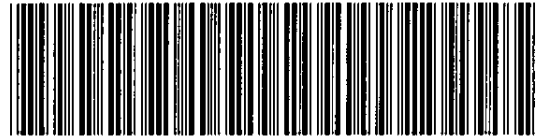
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RECEIVED  
08 OCT 17 PM 4:40  
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08 OCT 21 PM 4:24  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

4208-47877

## COVER LETTER

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

**SUBJECT:** G-Star Arts and Education Foundation, Incorporated  
(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: Kevin Rubel  
Name (Printed or typed)

4400 PGA Blvd, Suite 900  
Address

Palm Beach Gardens, FL 33410  
City, State & Zip

561-283-0005  
Daytime Telephone number

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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

October 17, 2008

KEVIN RUBEL  
4400 PGA BLVD, SUITE 900  
PALM BEACH GARDENS, FL 33410

SUBJECT: G-STAR ARTS AND EDUCATION FOUNDATION,  
INCORPORATED  
Ref. Number: W08000047877

We have received your document for G-STAR ARTS AND EDUCATION FOUNDATION, INCORPORATED and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

An effective date may be added to the Articles of Incorporation if a 2009 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

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) 245-6962.

Valerie Herring  
Regulatory Specialist II  
New Filing Section

Letter Number: 108A00054235

ARTICLES OF INCORPORATION  
OF

**G-Star Arts and Education Foundation, Incorporated**

**FILED**  
08 OCT 21 PM 4:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We, the incorporators, being natural persons all being of the age of twenty-one years or more and citizens of the United States, for the purpose of forming a Non-Profit Corporation for charitable and philanthropic purposes under Chapter 617 of the Florida Statutes, adopt the following Articles of Incorporation:

**Article I: NAME**

The name of the corporation shall be:

**G-Star Arts and Education Foundation, Incorporated**

**Article II: TERM OF EXISTENCE**

The period of duration of this corporation is perpetual.

**Article III: ADDRESS**

The principal place of business/mailing address is:

**2065 PRAIRIE ROAD**

**West Palm Beach, FL 33406**

**Palm Beach County**

#### **ARTICLE IV: REGISTERED AGENT**

The name and address of the initial registered agent of this corporation is:

**Anthony Marino, Jr., CPA  
5114 Okeechobee Blvd., Suite 104  
West Palm Beach, FL 33417**

#### **Article V: PURPOSE**

The purposes for which this corporation is formed are exclusively to receive and administer funds for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954, and as that section may from time to time be amended, and, to that end, to do the following:

(a) To accept, hold, invest, reinvest and administer gifts, bequests, devises, benefits of trusts, (but not to act as trustee of any trust), and property of any sort, without limitation as to amount or value, and to use, disburse, or donate the income or principal thereof exclusively for charitable purposes.

(b) The G-Star Arts and Education Foundation is a charitable organization formed for charitable purposes. Purposes include the support of student education for mastery in the arts and education, in particular through providing clusters of arts, academics and career-skills training and opportunities including local film production.

(c) To the extent permitted by law, to exercise its rights, powers and privileges, to hold meeting of its board of trustees, to have one or more offices and to keep the books of the corporation, in any part of the world.

(d) Any and all other lawful acts and things, alone or in cooperation with other persons or organizations, which may be necessary, useful, suitable or proper for the furtherance, accomplishment, or attainment of any or all of the purposes or powers of the corporation.

#### **Article VI: MEMBERSHIP**

The members of this corporation shall be the persons signing these Articles of Incorporation, the initial trustees named in Article VII, and such persons as, from time to time hereafter, may become members, upon the qualifications and in the manner as provided in the corporation's by-laws.

**Article VII: BOARD OF TRUSTEES**

**Section 1: The business affairs of this corporation shall be managed by the Board of Trustees. This corporation shall have six (5) Trustees initially, who shall serve until the first annual meeting of the members.**

**Section 2: The names and addresses of the persons who shall serve as initial Trustees are as follows:**

**NAME/ADDRESS**

**Gregory Hauptner  
2065 Prairie Road  
West Palm Beach, FL 33406**

**Kenneth Ohrstrom  
150 Chilean Avenue  
Palm Beach, FL 33480**

**Karen Poindexter  
14190 Harbor Lane  
Palm Beach Gardens, FL 33410**

**Pamela Stark Thomas  
P.O. Box 2464  
Palm Beach, FL 33480**

**Anthony Marino, Jr.  
5114 Okeechobee Blvd., Suite 104  
West Palm Beach, FL 33417**

**Section 3: At the first annual meeting of the members, the initial trustees named in these Articles of Incorporation shall be replaced as provided herein. The corporation shall have 5 voting trustees. The trustees shall be elected by the members of this Corporation for one year terms.**

**Section 4: The number of voting trustees may be changed from time to time, by amendments to the by-laws, but shall never be fewer than five.**

#### **Article VIII: INCORPORATORS**

**The name and address of the incorporator is:**

**Gregory Hauptner, President  
2065 Prairie Road  
West Palm Beach, FL 33406**

#### **Article IX: USE OF INCOME**

**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 to the corporation and to make payments and distributions in furtherance of the purposes set forth in Article V hereof.**

#### **Article X: PROHIBITED TRANSACTIONS**

**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 of 1954, as amended. Notwithstanding any other provision of these articles, 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 501(c)(3) of the Internal Revenue Code of 1954, as amended or the corresponding section of any future United States 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 Federal tax code.**

**CERTIFICATE OF DESIGNATION**

**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the state of Florida, submits in the state of Florida.

1. The name of the Corporation is:

**G-Star Arts and Education Foundation, Incorporated**

The name and address of the registered agent and office is:

**Anthony Marino Jr., CPA  
5114 Okeechobee Blvd., Suite 104  
West Palm Beach, FL 33417**

Having been named as registered agent and to accept service of process for the above stated Corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
\_\_\_\_\_  
ANTHONY MARINO, JR., CPA/REGISTERED AGENT

10-10-2008

DATE

**FILED**  
08 OCT 21 PM 4:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



### **Article XI: DISSOLUTION**

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, as amended or supplemented, 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 the 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.

### **Article XII: NON-STOCK BASIS**

**This corporation is organized upon a non-stock basis.**

**In Witness Whereof, I, Gregory Hauptner has executed these Articles of Incorporation for the purpose of forming this non-profit corporation under the laws of the State of Florida in triplicate this 9<sup>th</sup> day of October, 2008, and say:**

**That they are all incorporators herein; that they have read the above and foregoing Articles of Incorporation; know the contents thereof and that the same is true to the best of their knowledge and belief, excepting as to matters herein alleged upon information and belief and as to those matters they believe to be true.**



**Gregory Hauptner, President**

10/9/08

**DATE**