

To: FL Dept. of State  
Subject: 001646.113522  
Division of Corporations

From: Katie Wonsch

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Florida Department of State  
Division of Corporations  
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**001646.113522**

**FLORIDA PROFIT/NON PROFIT CORPORATION**

**GOODWERKS, INC.**

EP 10/30/09

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**ARTICLES OF INCORPORATION  
OF  
GOODWERKS, INC.**

The undersigned, for the purpose of forming a not-for-profit corporation under the Florida Business Corporation Act, and who is a natural person competent to contract, does hereby adopt the following Articles of Incorporation:

**ARTICLE I  
NAME**

The name of this Corporation shall be **GOODWERKS, INC.**

**ARTICLE II  
DURATION**

The Corporation shall commence its existence on the date that the Articles are filed with the Florida Department of State. The Corporation's existence shall be perpetual.

**ARTICLE III  
PURPOSE**

The Corporation is organized exclusively for charitable purposes, as defined by Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), including, but not limited to, providing financial assistance to several types of organizations which are exempt from federal income tax under Section 501(c)(3) of the Code.

**ARTICLE IV  
MAILING AND STREET ADDRESS**

The mailing address and street address of the principal office of the Corporation shall be 401 East Las Olas, Suite 1120, Fort Lauderdale, Florida 33301.

**ARTICLE V  
DIRECTORS**

The manner in which directors are elected or appointed is as provided for in the bylaws. The number of directors constituting the initial Board of Directors of the Corporation is three (3). The name and address of the persons who are to serve as members of the initial Board of Directors are:

Wayne Huizenga  
Cloide Branning, and  
Andrew Wierda,

each with an address at 401 East Las Olas, Suite 1120, Fort Lauderdale, Florida 33301.

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**ARTICLE VI  
REGISTERED AGENT AND OFFICE**

The name and street address of the initial registered agent of the Corporation in the State of Florida is CorpDirect Agents, Inc., 515 East Park Avenue, Tallahassee, Florida 32301.

**ARTICLE VII  
LIMITATION OF POWERS**

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 person, 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 Three 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 other 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 federal tax code.

**ARTICLE VIII  
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, 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.

**ARTICLE IX  
INCORPORATOR**

The name and address of the incorporator is: Andrew Wierda, with an address at 401 East Las Olas, Suite 1120, Fort Lauderdale, Florida 33301.

  
Andrew Wierda, Incorporator

DATED: October 22, 2009.

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800-388-2123

**ACCEPTANCE OF REGISTERED AGENT DESIGNATION FOR:  
GOODWERKS, INC.**

Having been named as registered agent and to accept service of process for the aforementioned entity 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 provision 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.

CorpDirect Agents, Inc.

By:   
Its Agent: Kevin R. Roberts

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