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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**Berto Dynasty Foundation, Inc.**

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**Articles of Incorporation  
of  
Berto Dynasty Foundation, Inc.  
A Nonprofit Corporation**

In compliance with Chapter 617, F.S., the Florida Not For Profit Corporation Act, the undersigned incorporator hereby adopts the following Articles of Incorporation:

**Article I - Name**

The name of this corporation shall be Berto Dynasty Foundation, Inc.

**Article II - Principal Office**

The principal street address and mailing address is:

252 Magnolia Avenue, SW

Winter Haven, Florida 33880-2901

**Article III - Purpose**

This corporation is organized and operated exclusively for charitable, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

The purposes for which the corporation is organized are:

- To provide support to people, geographic regions, or countries who need relief from disaster or substandard environments, whether natural or manmade.
- To provide and enhance opportunities for youth, both domestic and abroad.
- To aid the research and fight against diseases, including, but not limited to Parkinson's disease.

**Article IV - Manner of Election**

The manner in which the directors are elected or appointed is provided for in the bylaws.

**Article V - Initial Directors**

The management of the affairs of the corporation shall be vested in a board of directors, as defined by the corporation's bylaws. No director shall have any right, title, or interest in or to any property of the corporation.

The number of initial directors of this corporation shall be three (3) and the names and addresses of the initial directors are as follows:

Eric B. Adamson  
252 Magnolia Avenue, SW  
Winter Haven, FL 33880-2901

Cleveland Berto  
3709 Watsaka Avenue, #105  
Los Angeles, CA 90034

Pete Henderson  
2155 Louisiana Blvd. N.E., Suite 3000  
Albuquerque, NM 87110

#### **Article VI – Initial Registered Agent**

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

Eric B. Adamson  
252 Magnolia Avenue, SW  
Winter Haven, FL 33880-2901

#### **Article VII – Incorporator**

The name and address of the incorporator of this corporation is:

Tye Gonser  
Weinberg Gonser LLP  
2029 Century Park East, Suite 900  
Los Angeles, CA 90067

#### **Article VIII – Duration/Dissolution**

The duration of the corporate existence shall be perpetual until dissolution.

The property of this corporation is irrevocably dedicated to charitable, educational and/or scientific purposes. Upon the dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable, educational and/or scientific purposes and which has established its

tax-exempt status under Section 501(c)(3) of the Internal Revenue Code. 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 VIII - Exemption Requirements

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 and to make payments and distributions in furtherance of the purposes set forth in Article III 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(e)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

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.

  
Eric Adameo - Registered Agent

1-15-2010  
Date

The undersigned incorporator hereby declares under penalty of perjury that the statements made in the foregoing Articles of Incorporation are true.

  
Tye Gahner - Incorporator

1-15-2010  
Date