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THE E PLURIBUS UNUM

Common Good Foundation & Institute Incorporated

- 170 Northeast Second Street No. 1674 Boca Raton, FL USA 33429-1674
 - 🖶 561.443.2014 🕾 561.443.2015 561.213.0563 •

Donald G. Huber, Chairman Boca Raton, FI Frank Mooneyhan, 1st Vice Chair Tequesta, FL Carmen J. Melillo, 2nd Vice Chair Oyster Bay, LI, NY Glen E. Barber,, C.F.O. Boca Raton, FL Melanie H. Cabot, Secretary Palm Beach, FL Mrs Carlos G. (Renee) Morrison Palm Beach, FL Mrs. Eugene L. (Bonnie) Re Boca Raton, FL Mrs David P. (Nicole) Feeley Chesterton, IN Frederick W. Ruppert

Okemos, MI

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Non-Profit Articles of Incorporation filing

Dear Sir or madam:

Enclosed please find for immediate filing our nonprofit corporate Articles of Incorporation for the above entity, and a check for \$87.50 (Filing fee \$70.00, \$8.75 Certified Copy, \$ 8.75 Certificate of Current Status) in fees.

May 7, 2010

Please mail all these back asap to my personal office address 360 NW 67th St. Boca Raton, FL 33487-2939.

If you have any questions please call me at the above number 561.213.0563.

Thank you.

Label enclosed for return delivery.

ravatt Huber, Chairman

ARTICLES OF INCORPORATION

OF

The & Pluribus Unum Common Good Foundation & Institute, Incorporated

A Florida "Not for Profit" Corporation

We, the undersigned Incorporators, being natural persons of the age of eighteen years or more and citizens of the United States of America, who are also residents of the State of Florida for the purposes of forming a non-profit corporate entity under Chapter 617 of the Florida Statutes, do hereby adopt the following Articles of Incorporation for said enterprise:

ARTICLE I

NAME, CORPORATE OFFICE & REGISTERED AGENT

The name of this corporate entity shall be:

The & Pluribus Unum Common Good Foundation & Institute, Incorported

The principal office of the corporation is located at: 170 NE Second St., No. 1674, Boca Raton, FL 33429-1674 which is also the mailing address for this entity.

The Registered Agent of this entity shall be Glen E. Barber, whose address is 500 SE Mizner Blvd., Ste 100A, Boca Raton, FL 33432.

ARTICLE II

DURATION & MEMBERSHIP

The period of duration of this entity is perpetual. The qualification for members, if any, and the manner of their admission shall be regulated by the ByLaws as drafted and approved by the founding incorporators.

ARTICLE III

LOBBYING & POLITICAL CAMPAIGNS

No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.

ARTICLE IV

PURPOSE

This entity is organized exclusively for charitable purposes as an educational and research foundation and institute focused upon bringing peace to the nation and the world at large through education and a better understanding of democracy and the important principle of the E Pluribus Unum Common Good best interests of all necessary for the continued success and survival of any democracy.

All research, education, literary and charitable purposes and activities allowed within the meaning of Sec 501(c)(3) of the Internal Rev Code of 1986, as now enacted or hereafter amended, including, for such purposes, the making of distributions to aid, support and assist by gifts, contributions, or otherwise, other corporations, organizations, funds, foundations or entities that also qualify as Sec 501(c)(3) exempt organizations. To this end, this entity shall dedicate and allocate all funds, whether income or principal, and whether acquired by gift or contribution or otherwise, to said purposes.

ARTICLE V

LIMITATIONS

At all times the following shall operate as conditions restricting the operating activities of the entity:

- 1. The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to the Directors, Officers, or Members thereof, or to any individual, and no part of the net earnings of the corporation shall inure to any member or shareholder of the corporation not qualifying as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, nor to any Director or officer of the corporation, nor to any other private persons, excepting as is reasonable and normal compensation that the corporation shall pay for services actually performed rendered to the corporation, or allowed by the corporation as a reasonable allowance for authorized expenditures incurred on behalf of the corporation in carrying out their charitable and educational purposes;
- 2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office;
- 3. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Rev Code of 1986, as now enacted or hereafter amended.
- 4. The corporation shall not lend any of its assets to any officer or director of this corporation [unless such loan program is regularly conducted as part of the activities of the organization and the qualification of the individual to participate in same is determined by a panel comprised solely of non-Board members!], or guarantee to any person the payment of a loan by an officer or director of this corporation.
- 5. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, association, trusts, institution, foundations, or governmental bureaus, departments or agencies.

ARTICLE VI

GOVERNING BOARD

The Corporation shall be organized on a non-stock basis and may or may not have members or voting members at the discretion of the founding Incorporators. The authority for the management and all affairs of the Corporation shall be in the governing Board of Directors, Trustees or Governors, as the ByLaws shall from time to time name, as enacted and approved by the incorporators and subsequent governing Boards after the incorporators are no longer serving herein. The initial governing Board shall be named by the incorporators who shall have & 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 may be from time to time in effect.

Any amendments to these Articles of Incorporation shall be made in accordance with the provisions of the laws of the State of Florida unless the corporate entity is moved to a new home state where thereafter those state laws shall govern.

No member, Director, Trustee, Governor or Officer hereof shall by virtue of their membership or position have any right, title, or interest in or to any property of the corporation.

The corporation's first Board of Directors, Governors or Trustees shall be comprised of the following natural persons:

Donald G. Huber	170 NE Second St., No. 1674	Boca Raton, FL USA 33429-1674
Carmen J. Melillo	23 Sampson Street	Oyster Bay, L.I., NY USA 11771
Frank Mooneyhan	19428 Pine Tree Drive	Tequesta, FL USA 33469
Glen E. Barber	500 Mizner Blvd., Ste 100A	Boca Raton, FL USA 33432
Melanie H. Cabot	95 County Road, No. 2058	Palm Beach, FL USA 33480
Mrs. Carlos G. (Renee) Morrison	336 El Vedado	Palm Beach, FL USA 3340
Fred W. Ruppert	3707 East Hiawatha Drive	Okemos, MI USA 48864
Bonnie Re	2646 NW 63 rd Place	Boca Raton, FL USA 33496
Mrs. David P. (Nicole) Feeley	2450 Pine Hurst Avenue	Chesterton, IN USA 46304

ARTICLE VII

DEBT OBLIGATIONS AND PERSONAL LIABILITY

No member, officer or Board member of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, officers or Board Members be subject to the payment of the debts or obligations of this corporation.

ARTICLE VIII

PRIVATE FOUNDATION PROVISIONS

Although it is not our desire, intention or wish in the event this Corporation is considered to be a "Private Foundation" by the U.S. Internal Revenue Service under provisions of the United States Code the following provisions apply:

1. The Corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the

Internal Revenue Code, or the corresponding section of any future federal tax code.

- 2. The Corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- 3. The Corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- 4. The Corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- 5. The Corporation will not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IX

INDEMNIFICATION

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit of proceeding by reason of the fact that he or she is or was a Officer, Director, or Member of the Governing Board of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors of administrators) may be entitled apart from this Article.

ARTICLE X

DISSOLUTION

Upon winding up and dissolution of the corporation, assets remaining shall be distributed by the governing Board, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the corporation, to or 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.

If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as is directed by the Trust or trust donor, or as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the governing Board or the Attorney General or by any person concerned in the liquidation.

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 XI

INCORPORATORS

The name and addresses of the incorporators are: **Donald G. Huber** of 170 NE Second St., No.1674, Boca Raton, FL USA 33429-1674, **Glen E. Barber** of 500 Mizner Blvd, No. 101A, Boca Raton, FL USA 33432, **Melanie H. Cabot** of 95 N. County Road, No. 2058, Palm Beach, FL USA 33480-2058, & **Frank Mooneyhan** of 19428 Pine Tree Drive, Tequesta, FL USA 33469.

ARTICLE XII

EXECUTION

The undersigned Incorporator(s) certify both that she/he/they execute(s) these Articles for the purposes herein stated, and that by such execution, she/he/they affirm(s) the understanding that should any of the information in these Articles be intentionally or knowingly misstated, she/he/they is/are subject to the criminal penalties for perjury set forth in FL Statutes as if this document had been executed under oath.

REGISTERED AGENT'S ACCEPTANCE OF APPOINTMENT

I hereby accept my appointment as registered agent for The E Pluribus Unum Common Good Institute & Foundation, Inc., a Florida not for profit corporation.

Glen E. Barber

19428 Pine Tree Drive Tequesta, FL USA 33469

May <u>04,</u> 2010