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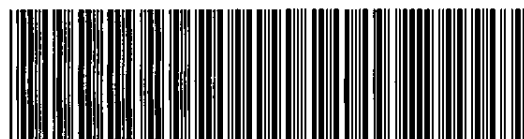
(Business Entity Name)

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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12/2

## COVER LETTER

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

SUBJECT: The Friedlander Corporation

(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: Greg Noll

Name (Printed or typed)

209 E. Tall Oaks Circle

Address

Palm Beach Gardens, FL 33410

City, State & Zip

(561) 329-9090

Daytime Telephone number

gregn@cftoday.org

E-mail address: (to be used for future annual report notification)

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

**ARTICLES OF INCORPORATION**  
**OF**  
**The Friedlander Corporation**  
**A Florida "Not for Profit" Corporation**

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned, acting as incorporator of a corporation under Chapter 617 of the Florida Statutes, adopts the following Articles of Incorporation:

**Article I. NAME OF CORPORATION:**

The name of the corporation is The Friedlander Corporation.

**Article II. PRINCIPAL OFFICE AND MAILING ADDRESS:**

The principal office of the corporation is located at 10689 Waterford Place, West Palm Beach, FL 33412.

**Article III. CORPORATE PURPOSES:**

This corporation is formed for purposes which are exclusively charitable, religious, and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provision of any future United States Internal Revenue law. Specifically, the purposes of the corporation are to:

1. Aid, support, and assist by gifts, contributions, or otherwise, other corporations, foundations, or funds organized and operated exclusively for charitable, religious or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. In short, the Friedlander Corporation exists to bring the hope and message of Jesus Christ to a world which desperately needs to know Him. To accomplish this, the Corporation will partner in ministry with other like-minded organizations (i.e. Christ Fellowship Church of Palm Beach Gardens, Florida) to demonstrate the love of Christ through acts of generosity and service and, in so doing, encourage others to join with it in impacting the lives of people forever.
2. 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, associations, trusts, institutions, foundations, or governmental bureaus, departments or agencies.
3. All of the foregoing purposes shall be exercised in such a manner that the Corporation will qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

#### **Article IV. 501(c)(3) LIMITATIONS**

1. **CORPORATE PURPOSES:** Notwithstanding any other provision of these 9 Articles, this corporation shall not carry on any activity not permitted to be carried on by an organization exempt from federal and state income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.
2. **EXCLUSIVITY:** The Corporation is organized exclusively for charitable and educational purposes.
3. **NO PRIVATE INUREMENT:** 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, except as reasonable compensation for services actually performed in carrying out the Corporation's charitable and educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable and educational purposes no part of which shall inure to the benefit of any individual.
4. **LOBBYING AND 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.
5. **DISSOLUTION:** Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 to be used exclusively for charitable, religious, and educational purposes and whose primary purpose is to impact the world with the love and message of Jesus Christ. If the Corporation holds any assets in trust, such assets shall be disposed of in such manner 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 Attorney General or by any person concerned in the liquidation.
6. **"PRIVATE FOUNDATION" PROVISIONS:** 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:
  - a.) 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.
  - b.) 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.
  - c.) 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.

- d.) 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.
- e.) The Corporation will not make any taxable expenditure as defined in Section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**Article V. REGISTERED AGENT:** The name of the registered agent of the Corporation is Greg Noll. The address of this registered agent is 209 E. Tall Oaks Circle, Palm Beach Gardens, FL 33410.

**Article VI. DURATION/MEMBERSHIP:** The period of duration is perpetual. The qualification for members, if any, and the manner of their admission shall be regulated by the bylaws.

**Article VII. BOARD OF DIRECTORS:** The method of selection of the Board of Directors and number of directors shall be stated in the bylaws. The Corporation's initial members of the Board of Directors are:

Burton G. Friedlander  
10689 Waterford Place  
West Palm Beach, FL 33412

Greg Noll  
209 E. Tall Oaks Cir.  
Palm Beach Gardens, FL 33410

Don Bray  
300 Golfview Rd., Apt. 201  
North Palm Beach, FL 33408

**Article VIII. INCORPORATOR:** The name and address of the Incorporator is Greg Noll, 209 E. Tall Oaks Circle, Palm Beach Gardens, FL 33410.

**Article IX. INDEMNIFICATION:** Any person, or his or her heirs, executors and administrators, made or threatened to be made a party to any action or suit of proceeding by reason of the fact he or she is or was a Director or Officer 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 her (or by his/her 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 or administrators) may be entitled apart from this Article.

#### EXECUTION

These Articles of Incorporation are hereby executed by the incorporator on this 24<sup>th</sup> day of November, 2010.

  
\_\_\_\_\_  
Greg Noll, Incorporator

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TALLAHASSEE FLORIDA  
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**REGISTERED AGENT'S  
ACCEPTANCE OF APPOINTMENT**

I hereby accept my appointment as registered agent for The Friedlander Corporation, a Florida Not for Profit Corporation.

  
\_\_\_\_\_  
Greg Noll, Registered Agent

Date: November 24, 2010

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