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**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**The Echo Foundation, Inc.**

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**ARTICLES OF INCORPORATION  
OF  
THE ECHO FOUNDATION, INC.  
A FLORIDA NOT-FOR-PROFIT CORPORATION**

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**ARTICLE I**

**NAME**

The name of the corporation is THE ECHO FOUNDATION, INC., a Florida not-for-profit corporation ("Foundation").

**ARTICLE II**

**TERM OF EXISTENCE**

The duration of the Foundation shall be perpetual.

**ARTICLE III**

**PRINCIPAL OFFICE & MAILING ADDRESS**

The principal office and mailing address of the Foundation shall be 19485 N. Coquina Way, Weston, Florida 33332.

**ARTICLE IV**

**PURPOSE**

The Foundation is organized exclusively for charitable and educational purposes within the meaning of §501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), or corresponding provision of any future federal tax code; to provide college scholarships to deserving or worthy individuals after giving preference to those individuals who have expressed an intention to become a medical doctor or an attorney; and generally to engage in any other lawful endeavor or activity in furtherance of any of the foregoing purposes. The trustees shall use the earnings and principal of the Foundation as they deem best for the Foundation's long term goals and purposes.

The Foundation shall be authorized to solicit, receive and accept cash and property, whether real, personal, or mixed, by gift or bequest from any person or entity; to retain and administer such property in accordance with the terms of the Foundation's articles of incorporation and bylaws, and to distribute such property in furtherance of the purposes of the Foundation.

## ARTICLE V

### ELECTION OF CORPORATE TRUSTEES

The Foundation will be managed by a Board of Trustees. Except as otherwise provided in these Articles of Incorporation, the trustees of the Foundation shall be elected in accordance with methods and qualifications specified in the bylaws of the Foundation. In no event, shall the number of trustees be fewer than three. The initial number of trustees shall be three. The initial trustees of the Foundation shall be Craig D. Linder, Esq., Gerald S. Linder, M.D., and Alessandra R. Linder, who each have the address of 19485 N. Coquina Way, Weston, Florida 33332.

## ARTICLE VI

### POWERS

The powers of the Foundation shall be provided in the bylaws of the Foundation in accordance with Chapter 617, Florida Statutes with the following limitations within the meaning of Code §501(c)(3):

1. No part of the net earnings of the Foundation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Foundation 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 IV hereof.

2. Only an insubstantial amount of the activities of the Foundation shall be in furtherance of a purpose not set forth in Article IV.

3. Only an insubstantial amount of the activities of the Foundation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, within the meaning of Code §501(c)(3), unless the Foundation elects the provisions of Code §501(h).

4. In no event shall the Foundation have the power to participate in, or intervene in, including the publishing or distributing of statements, any political campaign on behalf of, or in opposition to, any candidate for public office, all within the meaning of Code §501(c)(3).

The Foundation shall not engage in any act of self-dealing as defined in Code §4941(d), or corresponding provision of any later federal tax laws; the Foundation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Code §4942, or corresponding provision of any later federal tax laws; the Foundation shall not own any excess business holdings that would subject it to tax under Code §4943, or corresponding provision of any later federal tax laws; the Foundation shall not make any investments in such manner as to subject the Foundation to the tax imposed by Code §4944, or corresponding provision of any later federal tax laws; and the Foundation shall not make any taxable expenditures as defined in Code §4945(d), or corresponding provision of any later federal tax laws.

Notwithstanding any other provision of these articles, the Foundation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Code §501(c)(3), or corresponding provision of any later federal tax laws, or (b) by a corporation, contributions to which are deductible under Code §170(c)(2), or corresponding provision of any later federal tax laws.

#### **ARTICLE VII**

##### **INCORPORATOR**

The name and address of the Incorporator is Craig D. Linder, Esq., 19485 N. Coquina Way, Weston, Florida 33332.

#### **ARTICLE VIII**

##### **DISSOLUTION**

Upon the dissolution or winding up of the Foundation, or in the event the Foundation shall cease to engage in carrying out the purposes and goals set forth above, all of the business, properties, assets and income of the Foundation remaining after payment, or provision for payment, of all debts and liabilities of the Foundation, shall be distributed to a nonprofit fund, foundation, or a corporation which is organized and operated exclusively for tax exempt purposes which are reasonably related to the purposes and goals of the Foundation, as may be determined by the Board of Trustees of the Foundation in its sole discretion, and which has established its tax exempt status under Code §501(c)(3).

#### **ARTICLE IX**

##### **MEMBERSHIP**

The sole member of the Foundation is Craig D. Linder, Esq., 19485 N. Coquina Way, Weston, Florida 33332. The member shall have the power to elect and remove trustees at will and any other powers as provided in the bylaws.

#### **ARTICLE X**

##### **REGISTERED AGENT AND OFFICE**

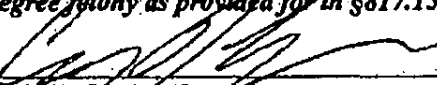
The Registered Agent and Registered Office of the Foundation is Craig D. Linder, Esq., 19485 N. Coquina Way, Weston, Florida 33332.

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. 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.

  
Craig D. Linder, Esq.  
Registered Agent

4/9/2012  
Date

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in §817.155, Florida Statutes.

  
Craig D. Linder, Esq.  
Incorporator

4/9/2012  
Date

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