Electronic Articles of Incorporation For

N12000011991 FILED December 28, 2012 Sec. Of State rvarnadore

MICHELE KELLNER FOUNDATION, INC.

The undersigned incorporator, for the purpose of forming a Florida not-forprofit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

MICHELE KELLNER FOUNDATION, INC.

Article II

The principal place of business address:

4351 GULF SHORE BLVD. N. NAPLES, FL. US 34013

The mailing address of the corporation is:

4351 GULF SHORE BLVD. N. NAPLES, FL. US 34013

Article III

The specific purpose for which this corporation is organized is:

THIS ORGANIZAION IS ORGANIZED EXCLUSIVLEY FOR CHARITABLE, RELIGIOUS, EDUCATIONAL AND SCIENTIFIC PURPOSES, INCLUDING THE THE MAKING OF DISTRIBUTIONS TO ORGANIZATIONS THAT QUALIFY AS EXEMPT INDER IRC SECTION 501(C)(3).

Article IV

The manner in which directors are elected or appointed is:

AS PROVIDED FOR IN THE BYLAWS.

Article V

The name and Florida street address of the registered agent is:

MARK KELLNER 4351 GULF SHORE BLVD. N. NAPLES, FL. 34013

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: MARK KELLNER

Article VI

The name and address of the incorporator is:

JOHN J. KIELY 401 S. LASALLE SUITE 606 CHICAGO, IL 60605

Electronic Signature of Incorporator: JOHN J. KIELY

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: DIR MICHELE KELLNER 4351 GULF SHORE BLVD. N. NAPLES, FL. 34013 US

Title: DIR MARK KELLNER 4351 GULF SHORE BLVD. N. NAPLES, FL. 34013 US

Title: DIR ASHER NEWCOMER 69 2ND STREET BROOKLYN, NY. 11231 US

Article VIII

The effective date for this corporation shall be:

12/28/2012

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