

WB3000004105

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

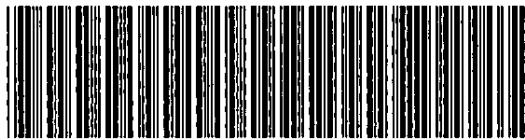
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



400246947014

04/29/13--01027--012 \*\*78.75

13 APR 29 PM 2:55  
S E C U R I T Y S T A T E  
T A L L A H A S S E E , F L O R I D A

4/30  
of

**DUGGAN  BERTSCH**  
ATTORNEYS AND COUNSELORS AT LAW

April 23, 2013

**PRIVILEGED & CONFIDENTIAL**  
**VIA US MAIL**

Registration Section  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

Re: Articles of Organization – Putnam Family Foundation, Inc.

To Whom It May Concern:

Enclosed for filing please find the executed Articles of Organization for Putnam Family Foundation, LLC. I have enclosed check number 4405 in the amount of \$78.75 for filing fees. Please return a filed copy of the same to our office.

If you should have any questions please do not hesitate to contact me at any time.

Kindest regards,

**DUGGAN BERTSCH, LLC**



Diana Oroz

DO:slf  
Enclosures

## COVER LETTER

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

**SUBJECT: Putnam Family Foundation, Inc.**  
**(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: David M. Henderson  
Name (Printed or typed)

303 W. Madison Street, Suite 1000  
Address

Chicago, Illinois 60606-3309  
City, State & Zip

(312) 263-8600  
Daytime Telephone number

dhenderson@dugganbertsch.com  
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**  
In compliance with Chapter 617, F.S., (Not for Profit)

**ARTICLE I NAME**

The name of the corporation shall be: Putnam Family Foundation, Inc.

**ARTICLE II PRINCIPAL OFFICE**

Principal street address: #2 Ocean Club Estates Mailing address, if different is:  
Paradise Island, The Bahamas

**ARTICLE III PURPOSE**

The purpose for which the corporation is organized is: The purposes for which the Corporation is organized are: exclusively charitable, religious, educational, scientific and literary, 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 of 1986 or the corresponding provisions of any future federal tax code.

**ARTICLE IV MANNER OF ELECTION** The manner in which the directors are elected and appointed: \_\_\_\_\_ as provided for in the Bylaws.

**ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS**

Name and Title: <u>Gerald D. Putnam, Director</u>	Name and Title: <u>Gerald D. Putnam, President</u>
Address: <u>#2 Ocean Club Estates</u>	Address: <u>#2 Ocean Club Estates</u>
Name and Title: <u>Sharron A. Putnam, Director</u>	Name and Title: <u>Sharron A. Putnam, Vice President</u>
Address: <u>#2 Ocean Club Estates</u>	Address: <u>#2 Ocean Club Estates</u>
Name and Title: <u>Rachel Putnam, Director</u>	Name and Title: <u>Alexa Putnam, Secretary</u>
Address: <u>#2 Ocean Club Estates</u>	Address: <u>#2 Ocean Club Estates</u>

13 APR 29 PM 2:55  
FBI - TAMPA

Name and Title: Alexa Putnam, Director Name and Title: Rachel Putnam, Treasurer  
Address: #2 Ocean Club Estates Address: #2 Ocean Club Estates  
Paradise Island, The Bahamas Paradise Island, The Bahamas

Name and Title: \_\_\_\_\_ Name and Title: \_\_\_\_\_  
Address: \_\_\_\_\_ Address: \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**ARTICLE VI REGISTERED AGENT**

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Name: National Corporate Research, Ltd., Inc.  
Address: 155 Office Plaza Drive  
Tallahassee, Florida 32301

SEARCHED  
INDEXED  
FILED  
APR 29 1991  
TALLAHASSEE, FLORIDA

13 APR 29 PM 2:55

**ARTICLE VII INCORPORATOR**

The name and address of the Incorporator is:

Name: David M. Henderson  
Address: 303 W. Madison Street, Suite 1000  
Chicago, Illinois 60606-3309

*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*

\_\_\_\_\_  
Required Signature of Registered Agent

\_\_\_\_\_  
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 s.817.155, F.S.*

David M. Henderson  
\_\_\_\_\_  
Required Signature of Incorporator

4/29/91  
\_\_\_\_\_  
Date

Name and Title: <u>Alexa Putnam, Director</u>	Name and Title: <u>Rachel Putnam, Treasurer</u>
Address: <u>#2 Ocean Club Estates</u>	Address: <u>#2 Ocean Club Estates</u>
Paradise Island, The Bahamas	

Name and Title: \_\_\_\_\_ Name and Title: \_\_\_\_\_  
Address: \_\_\_\_\_ Address: \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**ARTICLE VI REGISTERED AGENT**

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Name: National Corporate Research, Ltd., Inc.  
Address: 155 Office Plaza Drive  
Tallahassee, Florida 32301

## **ARTICLE VII INCORPORATOR**

The name and address of the Incorporator is:

Name: **David M. Henderson**  
Address: **303 W. Madison Street, Suite 1000**  
**Chicago, Illinois 60606-3309**

*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.*

Anthony E. Mackay, VP of NCR  
Required Signature of Registered Agent

4/23/13

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, F.S.*

**Required Signature of Incorporator**

### DATA

13 APR 29 PM 2:55

**Putnam Family Foundation, Inc.**

Attachment to Articles of Incorporation

*Page 1 of 1*

SEARCHED  
SERIALIZED  
INDEXED  
FILED  
13 APR 29 PM 2:55  
1986  
TALLAHASSEE FLORIDA

**ARTICLE VIII  
OTHER PROVISIONS**

(a) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its directors, 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 these Articles of Incorporation. 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 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 of 1986 (or the corresponding provisions of any future federal tax code) or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future federal tax code).

(b) Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, religious, literary, scientific or educational purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future federal tax code), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court or the Court of Common Pleas 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.

(c) The corporation shall distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code of 1986 (or the corresponding provision of any future federal tax code). Further, the corporation shall not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code of 1986 (or the corresponding provision of any future federal tax code), nor retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code of 1986 (or the corresponding provision of any future federal tax code), nor make any investments in such manner as to incur tax liability under section 4944 of the Internal Revenue Code of 1986 (or the corresponding provision of any future federal tax code), nor make any taxable expenditures as defined in section 4945 of the Internal Revenue Code of 1986 (or the corresponding provision of any future federal tax code).