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MORRIS LAW GROUP
Wealth Preservation Attorneys

Stuart R. Morris, Esq.
Board Certified: Wills, Trusts & Estates
Certified Public Accountant
SMorris@Law-Morris.com

Gregory S. Bloshinsky, Esq.
GBloshinsky@Law-Morris.com

**7284 West Palmetto Park Road
Suite 101
Boca Raton, Florida 33433
Telephone: 561-750-3850
Fax: 561-750-4069
E-Mail: *Info@Law-Morris.com*
Website: *www.Law-Morris.com***

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October 1, 2013

Via FEDEX 2nd Day
Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

**Re: PANGAEA FOUNDATION, INC.
Our File No.: 23005.003**

Dear Sir/Madam:


Enclosed are an original and a copy of the Articles of Incorporation for the above-referenced entity along with our check in the amount of \$78.75.

Please process this document at your earliest opportunity and provide us with a certified copy via FedEx, our account number is: 152651694. Kindly forward to my attention at our above Boca Raton address.

Thank you and should you have any questions, please do not hesitate to contact me at the above number.

Sincerely,

MORRIS LAW GROUP


Laura E. Ahlers
Paralegal
Enclosures

ADDITIONAL OFFICES:

Aventura: 20801 Biscayne Boulevard, Suite 304, Aventura, FL 33180 • 305-682-8330
West Palm Beach: 777 South Flagler Drive, West Tower, Suite 800, West Palm Beach, FL 33401 • 561-805-9533
Weston: 2843 Executive Park Drive, Weston, FL 33331 • 954-726-1214

ARTICLES OF INCORPORATION
In Compliance with Chapter 617, F.S., (Not for Profit)

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ARTICLE I NAME

The name of the corporation shall be:

PANGAEA FOUNDATION, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

11 SOUTH SWINTON AVENUE, DELRAY BEACH, FL 33444

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

SEE ATTACHED EXHIBIT "A"

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

DIRECTORS ARE ELECTED EACH YEAR AT THE ANNUAL MEETING OF MEMBERS AND BOARD OF DIRECTORS

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List name(s), address(es) and specific title(s):

PETER ZUTTY, President/Director, c/o 11 SOUTH SWINTON AVENUE, DELRAY BEACH, FL 33444

ROBERT FESSLER, Vice President/Director, c/o 11 SOUTH SWINTON AVENUE, DELRAY BEACH, FL 33444

DECLAN TREACY, Secretary/Treasurer/Director, c/o 11 SOUTH SWINTON AVENUE, DELRAY BEACH, FL 33444

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

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

Stuart R. Morris, Esq.
7284 W. Palmetto Park Rd., Suite 101
Boca Raton, FL 33433

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Stuart R. Morris, Esq.
7284 W. Palmetto Park Rd., Suite 101
Boca Raton, FL 33433

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.

Signature/Registered Agent

10-1-13

Date

Signature/Incorporator

10-1-12

Date

EXHIBIT "A"
TO THE
ARTICLES OF INCORPORATION
OF
PANGAEA FOUNDATION, INC.

A. The Corporation is organized and shall be operated exclusively for religious, charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be hereafter amended, and it is authorized to receive and maintain funds, to have, hold, manage and sell the same, to change the investments thereof, to invest and reinvest the proceeds thereof, and to collect and receive the income and profits thereof; and to apply the income and principal to the aid and assistance of any and all educational organizations and institutions, and to do all things that may be necessary and useful in the accomplishment of the purposes hereinabove set forth.

B. All the assets and earnings shall be used exclusively for the purposes hereinabove set out, including the payment of expenses incidental thereto, and no part of the net earnings shall inure to the benefit of any part of the net earnings shall inure to the benefit of any private member or individual, and no substantial part of the activities of the corporation shall be for the carrying on of propaganda or otherwise attempting to influence legislation. In the event of dissolution, all assets and earnings shall be paid over to another corporation or corporations organized and operated exclusively for charitable purposes which would qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code as they now exist or as they may be hereafter amended.

C. Notwithstanding any other provisions of these Articles:

1. 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 corresponding provisions of any subsequent Federal tax laws.
2. 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 corresponding provisions of any subsequent Federal tax laws.
3. The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.
4. The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.
5. The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

The Corporation shall have no capital stock and the private property of the incorporators and members shall not be liable for the debts of the Corporation.