

# N1300001146

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**FLORIDA PROFIT/NON PROFIT CORPORATION  
THE BERMAN FOUNDATION, INC.**

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**ARTICLES OF INCORPORATION  
OF  
THE BERMAN FOUNDATION, INC.**  
In compliance with Chapter 617 of the Florida Statutes (Not for Profit)

**Article I  
NAME OF CORPORATION**

The name of the corporation is The Berman Foundation, Inc. (hereinafter referred to as the "Corporation").

**Article II  
PRINCIPAL PLACE OF BUSINESS**

The principal place of business and mailing address of the Corporation is:

1660 Gulf Blvd., #807  
Clearwater, Florida 33767

**Article III  
PURPOSES**

The purpose or purposes for which the Corporation is formed are as follows:

The Corporation is organized exclusively for, and will be operated exclusively for, the charitable, religious, educational, and scientific purposes under Section 501(c)(3) of the current U.S. Internal Revenue Code, or the corresponding section of any future federal tax code ("Code"), including the charitable purpose of improving the quality of life for people and animals.

In furtherance of this purpose, the Corporation will provide information and/or grants to individuals that need assistance and organizations that support the Corporation's mission. In order to identify qualified individuals and organizations, the Corporation will perform independent (non-scientific) research, including reading traditional and targeted media sources (e.g. newspapers, magazines, Internet, television, not-for-profit news sources, word-of-mouth, etc.), and evaluate the needs of specific individuals, and the programs and projects of the organizations.

**Article IV  
MANNER OF ELECTION**

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The manner in which the directors of the Corporation are elected and appointed are set forth in the bylaws of the Corporation.

**Article V  
INITIAL DIRECTORS**

The following persons, each of whom is at least eighteen (18) years of age, shall serve as the initial directors until the election of their successors:

Arthur Berman  
1660 Gulf Blvd., #807  
Clearwater, FL 33767

Bonnie Berman  
1660 Gulf Blvd., #807  
Clearwater, FL 33767

Estelle Berman  
13-B Stratford Dr. East  
Boynton Beach, FL 33436

**Article VI  
REGISTERED AGENT**

The name and address of the registered agent is:

Arthur Berman  
1660 Gulf Blvd., #807  
Clearwater, FL 33767

**Article VII  
INCORPORATOR**

The name and address of the sole Incorporator is:

Arthur Berman  
1660 Gulf Blvd., #807  
Clearwater, FL 33767

**Article VIII  
RESTRICTIONS**

- A. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 Article III (Purposes) hereof.
- B. No substantial part of the activities of the Corporation shall be the carrying on of

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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 or in opposition to any candidate for public office.

- C. In accordance with Section 508(e) of the Code, if in any taxable year the Corporation is a private foundation as defined in Section 509(a) of the Code, then in such year, the Corporation:
- (i) shall distribute such amounts for each taxable year at such time and in such manner so as not to subject the Corporation to tax on undistributed income under Section 4942 of the Code;
  - (ii) shall not engage in any act of self-dealing (as defined under Section 4941(d) of the Code);
  - (iii) shall not retain any excess business holdings (as defined in Section 4943(c) of the Code) which are subject the Corporation to tax under Section 4943 of the Code;
  - (iv) shall not make any investments in such manner so as to subject the Corporation to tax under Section 4944 of the Code; and
  - (v) shall not make any taxable expenditures (as defined in Section 4945(d) of the Code).
- D. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on by:
- (i) A not for profit corporation under Chapter 617, Florida Statutes;
  - (ii) A corporation exempt from federal income tax under section 501(c)(3) of the Code; or
  - (iii) A corporation, contributions to which are deductible under section 170(e)(2) of the Code.

#### **Article IX DISSOLUTION**

Upon the dissolution of the Corporation, after paying all debts and liabilities of the Corporation, the remaining assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such

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assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction 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.

**Article X  
DURATION**

The duration of the Corporation's existence shall be perpetual.

**Article XI  
AMENDMENT**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto.

**Article XII  
INTERNAL REVENUE CODE**

All references herein to the Code are to the version of the Internal Revenue Code in effect as of the date hereof, and shall be deemed to include both amendments thereto and statutes which succeed the provisions thereof (i.e., the corresponding provisions of future United States Internal Revenue Laws).

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Having been named as the registered agent to accept service of process for the Corporation at the place designated in this document, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Arthur Berman

Arthur Berman, Registered Agent

12-14-13

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 s.817.155, F.S.

Arthur Berman

Arthur Berman, Incorporator

12-14-13

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