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FAX NO.

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FLORIDA PROFIT/NON PROFIT CORPORATION
L.R. DU BOIS FOUNDATION, INC.

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**ARTICLES OF INCORPORATION OF
L.R. DU BOIS FOUNDATION, INC.
(a Florida not for profit corporation)**

The undersigned, acting as Incorporator of a Florida corporation under the Florida Not For Profit Act, Chapter 617 of the Florida Statutes, hereby causes to be delivered the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of the corporation shall be L.R. DU BOIS FOUNDATION, INC. (hereinafter the "Corporation").

**ARTICLE II
INCORPORATOR**

The name and address of the Incorporator of the Corporation are Paul L. R. Du Bois, 820 Euclid Avenue, Apt #203, Miami Beach, Florida 33139.

**ARTICLE III
PRINCIPAL OFFICE ADDRESS AND MAILING ADDRESS**

The principal place of business of the Corporation is 820 Euclid Avenue, Apt #203, Miami Beach, Florida 33139.

The mailing address of the Corporation is 820 Euclid Avenue, Apt #203, Miami Beach, Florida 33139.

**ARTICLE IV
PURPOSE**

The Corporation is organized not for pecuniary profit, but a charitable organization intended to qualify under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended ("Code"), and no distribution of assets of the Corporation shall be made upon dissolution except to an entity which is exempt from taxation pursuant to Section 501 of the Code. In furtherance of the purposes of the Corporation, and within the foregoing restrictions, the Corporation shall have all lawful powers necessary or appropriate to such purposes, including but not limited to educating the general public and youth throughout the world about international affairs through art, chiefly photography, and all corporate powers corporations may have under the Florida Not For Profit Corporation Act, as it may be amended or replaced from time to time, or the provisions of any similar law.

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**ARTICLE V
BOARD OF DIRECTORS**

The affairs of the Corporation shall be managed by, and all corporate powers shall be exercised by and under the authority of a Board of Directors. The Directors will be appointed as provided in the Bylaws of the Corporation.

The names and addresses of the Directors of the Corporation are as follows:

Paul L.R. Du Bois
820 Euclid Avenue, Apt #203,
Miami Beach, Florida 33139

Keylin Corina Rosales Vielma
1750 North Bayshore Drive
Miami, Florida 33132

Ruby Ramirez
900 Biscayne Blvd, Apt #2407
Miami, Florida 33132

**ARTICLE VI
LIMITATIONS**

(1) The Corporation is organized not for profit, and no part of its income shall ever be distributed to any member, member of the Board of Directors, officer or any private individual, provided, however, that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes.

(2) The Corporation shall not, as a substantial part of the activities of the Corporation, attempt to influence legislation by propaganda, lobbying or otherwise; nor shall the Corporation participate in or intervene in (including by publication or distribution of statements or otherwise), any political campaign on behalf of or in opposition to, any candidate for public office.

(3) Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on activities not permitted to be conducted or carried on (i) by an organization exempt from taxation under Section 501(c)(3) of the Code, and the related Treasury Regulations as they now exist or as they may hereafter be amended, (ii) by an organization to which contributions are deductible under Section 170 of the Code, and the related Treasury Regulations as they now exist or as may be amended, or (iii) by a not for profit corporation under the laws of the State of Florida as they now exist or may be hereafter amended.

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**ARTICLE VII
DISSOLUTION**

The assets and proceeds of every nature and description of the Corporation are, and shall forever be, irrevocably dedicated for a non-profit charitable organization for purposes stated in Article III hereof. In the event of liquidation or dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all liabilities of the Corporation, dispose of all assets of the Corporation, in such proportions as the Board of Directors (or in their absence as a court of competent jurisdiction) may determine, to such organizations organized and operated exclusively for religious, scientific, educational or charitable purposes as shall qualify as an exempt organization under Code Section 501(c)(3) (or any successor legislation).

**ARTICLE VIII
GENERAL**

The Corporation shall not engage in any act of "self-dealing," as defined in Section 4941(d) of the Code or any corresponding provisions of any future United States revenue law.

The Corporation shall not retain any "excess business holdings," as defined in Section 4943(c) of the Code, or any corresponding provisions of any future United States revenue law.

The Corporation shall not make any investment in such manner as to subject it to tax under Section 4944 of the Code, or any corresponding provisions of any future United States revenue law.

The Corporation shall not make any "taxable expenditures," as defined in Section 4945(d) of the Code, or any corresponding provisions of any future United States revenue law.

**ARTICLE IX
REGISTERED AGENT AND REGISTERED OFFICE**

The name and street address of the Corporation's registered agent are Paul L.R. Du Bois, 820 Euclid Avenue, Apt #203, Miami Beach, Florida 33139.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as of the 24th day of April, 2014.

L.R. DU BOIS FOUNDATION, INC.

By: Paul L. R. Du Bois
Name: Paul L.R. Du Bois
Title: Incorporator

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**ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT**

The undersigned, who has been designated in the foregoing Articles of Incorporation of as registered agent for L.R. DU BOIS FOUNDATION, INC. agrees that (i) he accepts such appointment as registered agent and will accept service of process for and on behalf of said corporation, and (ii) he is familiar with and will comply with any and all laws relating to the complete and proper performance of the duties and obligations of a registered agent of a Florida not for profit corporation.

Dated: as of this 24 day of April, 2014.

Paul L. R. Du Bois

Paul L.R. Du Bois

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