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FLORIDA PROFIT/NON PROFIT CORPORATION  
THE SODI FAMILY FOUNDATION, INC.

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ARTICLES OF INCORPORATION  
OF  
THE SODI FAMILY FOUNDATION, INC.

The undersigned hereby executes these Articles of Incorporation of THE SODI FAMILY FOUNDATION, INC. intending to form a corporation not for profit under Florida Statute Chapter 617;

ARTICLE I.  
NAME

Section 1.01 The name of this not-for-profit corporation shall be: THE SODI FAMILY FOUNDATION, INC.

ARTICLE II.  
PRINCIPAL PLACE OF BUSINESS

Section 2.01 The principal place of business and mailing address of the Corporation is 1201 George Bush Boulevard, Delray Beach, Florida 33483.

ARTICLE III.  
PURPOSES

Section 3.01 This Corporation is organized exclusively for religious, charitable, educational and scientific purposes, 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 corresponding sections of any future federal tax code.

ARTICLE IV.  
BOARD OF DIRECTORS

Section 4.01 The affairs of the Corporation shall be managed by a Board of Directors.

Section 4.02 The Board of Directors shall be no less than three (3) nor more than five (5) Directors.

Section 4.03 A Board of Directors shall be elected at each annual meeting of the Board by a majority vote of the existing Board of Directors. Each Director shall hold office from the time of his or her election. Each Director shall serve until the next annual meeting of the Board, and thereafter until his or her successor is duly elected, or until his or her earlier death, resignation or removal.

Section 4.04 The names of the persons who are to serve as the initial Board of Directors of this Corporation and who are to serve for the ensuing year and their respective addresses are:

Brian R. Sodi and Brandi Sodi

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ARTICLE V.  
REGISTERED AGENT

Section 5.01 The name and address of the registered agent of this Corporation is:

Chapin, Ballerano & Cheslack, P.L.  
1201 George Bush Blvd,  
Delray Beach, FL 33483

I hereby am familiar with and accept the duties and responsibilities as registered agent for  
THE SODI FAMILY FOUNDATION, INC.

Chapin, Ballerano & Cheslack, P.L.

James A. Ballerano, Jr., its authorized officer

ARTICLE VI.  
OFFICERS

Section 6.01 The officers of the Corporation shall be the President, a Vice President, a Secretary and a Treasurer.

Section 6.02 The officers shall be elected or appointed at the annual meeting of the Board of Directors.

ARTICLE VII.  
BYLAWS

Section 7.01 The initial By-Laws of the Corporation shall be adopted by a 51% vote of the Board of Directors.

ARTICLE VIII.  
EARNINGS AND NEGATION OF PECUNIARY GAIN

Section 8.01 This Corporation is not organized for a pecuniary profit. It shall not have any power to issue Certificates of Stock or declare dividends.

Section 8.02 Notwithstanding any other provisions of these Articles of Incorporation, no part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its directors, officers or any other person, except the Corporation is authorized to reimburse its directors and officers for reasonable expenses incurred in the management of the Corporation, and to pay reasonable compensation for services rendered to the extent such payments do not prevent it from qualifying, and continuing to qualify, as an exempt organization and to make such lawful payments and distributions in furtherance of the purposes set forth in Article I hereof as may from time to time be either required or permitted by Section 501(c)(3) of the Internal Revenue Code of 1986.

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ARTICLE IX.  
PROHIBITION OF CERTAIN ACTIVITIES

Section 9.01 This Corporation shall not devote a substantial part of its activities to attempting to influence legislation in any way, including carrying on propaganda activities. Furthermore, this Corporation shall not participate or intervene in any political campaign on behalf of any candidate for public office, including, but not limited to, publishing or distributing statements regarding such campaigns.

Section 9.02 Notwithstanding any provisions of these Articles of Incorporation to the contrary, this Corporation is without power to engage in any activity inconsistent with either exemption from taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 or with the requirements for deductibility of contributions to the Corporation under Section 170 of the Internal Revenue Code of 1986.

ARTICLE X.  
FOUNDATION STATUS

Section 10.01 Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall be prohibited from engaging in any act of self-dealing (as defined in Section 4941(d) of the Internal Revenue Code of 1986); from retaining any excess business holdings (as defined in Section 4943(c) of the Internal Revenue Code of 1986); from making any investments in such manner as to subject the Corporation to tax under Section 4944 of the Internal Revenue Code of 1986; and from making any taxable expenditures (as defined in Section 4945(d) of the Internal Revenue Code of 1986), to the extent any action therewith would subject the Corporation to tax under one or more of the cited sections of the Internal Revenue Code of 1986. To the extent required, the Corporation shall make qualifying distributions at such time and in such manner as do not subject the Corporation to tax under Section 4942 of the Internal Revenue Code of 1986.

ARTICLE XI.  
AMENDMENTS

Section 11.01 These Articles of Incorporation may be amended by a 51% vote of the Board of Directors.

ARTICLE XII.  
DISSOLUTION

Section 12.01 Upon the dissolution of this Corporation in accordance with Florida law, the Board of Directors shall, after paying or making provision for payment of all of the known liabilities of the Corporation, dispose of the Corporation's remaining assets exclusively for the purposes of this Corporation and in accordance with the requirements for exemption under Section 501(c)(3) of the Internal Revenue Code of 1986. The assets may be distributed by the Board of Directors to any organization or organizations which qualify for exemption under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provision of the future United States Internal Revenue Law. Any assets not disposed of as provided above shall be disposed of by the Circuit Court of Palm Beach County, Florida, or any other court having jurisdiction over this Corporation in regard to its dissolution exclusively for the purposes of this Corporation.

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ARTICLE XIII.  
INCORPORATOR

Section 13.01: The name and address of the incorporator of this Corporation is:

James A. Ballerano, Jr.  
c/o Chapin, Ballerano & Cheslack  
1201 George Bush Boulevard  
Delray Beach, FL 33483

IN WITNESS WHEREOF, these Articles of Incorporation of THE SODI FAMILY  
FOUNDATION, INC. have been executed by the Incorporator of this Corporation this 2nd  
day of June, 2014.

James A. Ballerano, Jr., Incorporator

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