

Division of Corporations

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**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**The Lukens Foundation, Inc.**

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**ARTICLES OF INCORPORATION  
OF  
The Lukens Foundation, Inc.**

The undersigned, acting as incorporator of this Corporation pursuant to Chapter 617 of the Florida Statutes, for the purposes of forming a corporation under the "Florida Not For Profit Corporation Law" of the State of Florida, hereby adopts the following Articles of Incorporation for such Corporation:

**ARTICLE I: NAME OF CORPORATION**

The name of this Corporation is The Lukens Foundation, Inc.

**ARTICLE II: ADDRESS**

The principal street address and mailing address of this Corporation is 10 SE Central Parkway, Suite 400, Stuart, Florida 34994.

**ARTICLE III: INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The initial street address of the registered office of this Corporation in the State of Florida shall be 1301 Riverplace Boulevard, Suite 1500, Jacksonville, Florida 32207. The Board of Directors may from time to time move the registered office to any other address in Florida. The initial name of the registered agent of this Corporation at that address is David H. Peek. The Board of Directors may from time to time designate a new registered agent.

**ARTICLE IV: INCORPORATOR**

The name and address of the incorporator of this Corporation is: David H. Peek, 1301 Riverplace Boulevard, Suite 1500, Jacksonville, Florida 32207.

**ARTICLE V: INITIAL BOARD OF DIRECTORS**

- A. The initial number of directors for this Corporation shall be three (3).
- B. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of this Corporation, but shall never be less than three (3).
- C. The names and addresses of the initial members of the Board of Directors, who shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified are:

Michael D. Lukens, Chairman  
10 SE Central Parkway, Suite 400  
Stuart, FL 34994

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Kenneth E. Puzder, Treasurer  
10 SE Central Parkway, Suite 400  
Stuart, FL 34994

Andrew J. Stamp, Secretary  
10 SE Central Parkway, Suite 400  
Stuart, FL 34994

#### **ARTICLE VI: MANNER OF ELECTION OF BOARD OF DIRECTORS**

The directors shall be elected by the voting members. The voting members shall consist of the Board of Directors, any Honorary Members designated as voting members by the Board of Directors, any Life Members designated as voting members by the Board of Directors, and any additional members designated as voting members in accordance with the Bylaws.

#### **ARTICLE VII: PURPOSES**

The purposes for which this Corporation is organized are exclusively charitable, educational or scientific within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, ("Code") and more particularly its purposes are to do anything, perform any act, and exercise any right or any power now or hereafter conferred by the laws of the State of Florida upon a general not-for-profit corporation organized under the laws of the State of Florida, and in general, to carry on any of the activities herein set forth to the same extent and as fully as a natural person might or could do. However, nothing set forth in these Articles shall be construed as authorizing this corporation to possess any purpose, object, or power to do anything forbidden by law to a not-for-profit corporation organized under the laws of the State of Florida or to engage in activity not approved by Section 501(c)(3) of the Code, including any substitute or successor section. This corporation shall not possess or exercise any power or authority, either expressly, by interpretation or by operation of law which will prevent it from at any time qualifying and continuing to qualify as an organization described in Section 501(c)(3) of the Code, including any substitute or successor section.

#### **ARTICLE VIII: INUREMENT OF INCOME**

No part of the net earnings of this Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons or entities except that this Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to reimburse individuals for amounts expended by them in furtherance of the purposes set forth in Article VII hereof. No substantial part of the activities of this Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and this Corporation shall not participate in or intervene (including the publishing or distribution of statements) in any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, this 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 Code, including any substitute or successor section, or (b) by a

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corporation, contributions to which are deductible under Section 170(c)(2) of the Code, including any substitute or successor section.

#### ARTICLE IX: LEGISLATIVE OR POLITICAL ACTIVITIES

No substantial part of the activities of this Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and this Corporation shall not participate in or intervene (including the publishing or distribution of statements) in any political campaign on behalf of any candidate for public office.

#### ARTICLE X: OPERATIONAL LIMITATIONS

Notwithstanding any other provision of these Articles of Incorporation, this 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 Code, including any substitute or successor section, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code, including any substitute or successor section.

#### ARTICLE XI: DISSOLUTION

Upon dissolution of this Corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of this corporation, dispose of all the assets of this Corporation exclusively for the purposes of this Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code (including any substitute or successor section or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors may determine. Any asset not so disposed of shall be disposed of by the circuit court of the county in which the principal office of this Corporation is then located, exclusively for such purposes or to such organization or organizations, as the court shall determine, which are organized and operating exclusively for such purposes.

#### ARTICLE XII: DATE OF EXISTENCE

This Corporation shall exist perpetually, commencing on the date of filing these Articles of Incorporation with the Secretary of State.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 18 day of February, 2015.



DAVID H. PEEK, Incorporator

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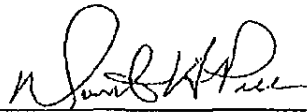
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### DESIGNATION OF REGISTERED AGENT

Pursuant to the provisions of Sections 48.091 and 617.0501, Florida Statutes, the following is submitted:

That The Lukens Foundation, Inc., desiring to organize under the laws of the State of Florida, with its principal place of business at 10 SE Central Parkway, Suite 400, Stuart, Florida 34994, hereby appoints David H. Peek, 1301 Riverplace Boulevard, Suite 1500, Jacksonville, Florida 32207, as its agent to accept service of process within Florida.

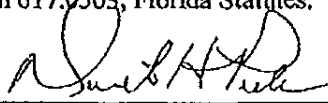
The Lukens Foundation, Inc.

By:   
DAVID H. PEEK, Incorporator

Dated: February 18, 2015

### ACCEPTANCE AS REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of my duties. In addition, the undersigned hereby acknowledges that he is familiar with, and accepts, the obligations provided for in Section 617.0503, Florida Statutes.

  
DAVID H. PEEK, Registered Agent

Dated: February 18, 2015

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