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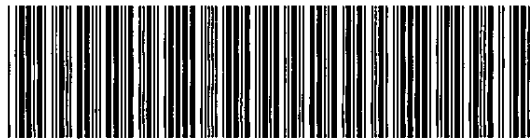
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch JUN 10 2015

COVER LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: THE LYFORD CAY CLUB CHARITABLE TRUST, INC.

(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: David T. Price

Name (Printed or typed)

6401 Lyons Road

Address

Coconut Creek, FL 33073

City, State & Zip

954-426-6525

Daytime Telephone number

davidp@foodforthe poor.com

E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
THE LYFORD CAY CLUB CHARITABLE TRUST, INC.
(A Corporation Not for Profit)

The undersigned hereby submit the following Articles of Incorporation for the formation of a corporation not-for-profit in accordance with the laws in the State of Florida

I
NAME

The name of the corporation shall be THE LYFORD CAY CLUB CHARITABLE TRUST, INC. (The "Corporation").

II
ADDRESS

The address of the principal office of the Corporation and the mailing address of the Corporation shall be 6401 Lyons Road, Coconut Creek, FL 33073 but the Corporation may maintain offices and transact business in other places within or without the State of Florida as may from time to time be designated by the Board of Directors. Furthermore, the Board of Directors may from time to time relocate the principal office of the Corporation.

III
PURPOSE

This Corporation is organized exclusively for charitable, religious, 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, or corresponding section of any future federal tax code. The corporation not for profit shall be involved in supporting various charitable religious educational and scientific projects designed to assist the poor in providing for their education, the improvement of educational facilities and providing assistance in the care of impoverished individuals through feeding, education, counseling and the provision of other services to assist. The not for profit corporation shall print, publish, arrange for the printing and publishing of electronic or print materials that the not for profit corporation finds desirable for the promotion of its objects. The not for profit corporation shall assist in the support of religious organizations serving the poor and shall do all such other things as are incidental or conducive to the promotion of charitable religious educational and scientific purposes.

IV
DIRECTORS

The business of the Corporation shall be managed by a Board of Directors consisting of not fewer than three (3) and not more than fifteen (15) persons, the exact number to be determined from time to time in accordance with the Bylaws. The Directors of the Corporation shall be elected by the Directors of the Corporation at the annual meeting of the Directors of the Corporation and the Directors of the Corporation shall be elected for a term of one (1) year to commence on January 10

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following their election. The Board of Directors may submit the names of individuals proposed by the Board of Directors for consideration for election to the Board at the annual meeting of the Directors of the Corporation.

The names and addresses of the individuals who shall serve as the initial directors of THE LYFORD CAY CLUB CHARITABLE TRUST, INC. are as follows:

<u>Name</u>	<u>Address</u>
David W. Laughlin	845 Third Avenue, 8 th Floor New York, NY 10022
William T. Hunter, Jr.	6067 Cooke's Hope Road Easton, MD 21601
Peter D. Graham	Ranger Road, Lyford Cay P.O. N-272 New Providence, The Bahamas
David T. Price	6401 Lyons Road Coconut Creek, FL 33073

V
REGISTERED AGENT

The registered office of THE LYFORD CAY CLUB CHARITABLE TRUST, INC. shall be located at 6401 Lyons Road, Coconut Creek, Florida 33073. The name and address of the initial registered agent of THE LYFORD CAY CLUB CHARITABLE TRUST, INC. is David T. Price, Esq., 6401 Lyons Road, Coconut Creek, Florida 33073.

The name and address of the incorporators of THE LYFORD CAY CLUB CHARITABLE TRUST, INC. are:

Name David T. Price
Address 6401 Lyons Road
Coconut Creek, FL 33073

VI
OFFICERS

The affairs of this Corporation shall be managed on a day-to-day basis by the officers in accordance with the Bylaws. The officers shall be appointed from time to time by the Board of Directors. Officers shall serve at the pleasure of the Board of Directors.

VII

DISSOLUTION

In the event of the Dissolution of the Corporation, Articles of Dissolution, shall be prepared and submitted to the Department of State of the State of Florida. The Articles of Dissolution of the Corporation shall be prepared in accordance with Chapter 617 Florida Statutes and shall include a plan of distribution of the assets of the Corporation which plan shall provide that all liabilities and obligations of the Corporation shall be paid and discharged and upon dissolution of this Corporation assets shall be distributed for one or more exempt purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code, i.e. charitable, educational, religious or scientific, or corresponding section of any further Federal tax code, or shall be distributed to the Federal government, or to a state or local government for a public purpose. Any such 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 charitable purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such charitable purposes.

VIII

DURATION

The Corporation shall have perpetual existence.

IX

BYLAWS

The Bylaws of the Corporation shall be adopted, amended or rescinded by the Directors of the Corporation in the manner provided by the Bylaws. The Bylaws may contain any provision for the regulation and management of the affairs of the Corporation not inconsistent with law or with the Articles of Incorporation.

X

AMENDMENTS

The Articles of Incorporation may be amended or repealed in whole or in part by a majority vote of the directors or members of the Corporation at a meeting of the Corporation. Notice of changes to be made to the Articles of Incorporation shall be given to the directors and members of the Corporation together with the notice of the meeting.

XI

CHARITABLE RESTRICTIONS AND LIMITATIONS

1. No part of the net earnings of THE LYFORD CAY CLUB CHARITABLE TRUST, INC. shall enure to the benefit of or be distributed to its governing Board of Directors, officers or

other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payment and distribution in furtherance of the purposes set forth in Article III hereof.

2. The Corporation shall not attempt to influence legislation as a substantial part of its activities, nor shall it participate to any extent in any political campaign for or against any candidate for public office.

3. It is intended that this Corporation shall have the status of a Corporation which is exempt from Federal income taxation under Section 501 (c) (3) of the Internal Revenue Code, as an organization described in Section 501 (c) (3) of the Code. These articles shall be construed accordingly, and all powers and activities of the corporation shall be limited accordingly.

4. At no time shall the Board of Directors of the Corporation be constituted so as to be controlled directly or indirectly by one or more disqualified persons with respect to the Corporation (as defined in Section 4946 of the Code) other than "foundation managers" if any as defined by the Code.

XII UNRELATED BUSINESS ACTIVITY

Notwithstanding any other provision of these Articles of Incorporation, THE LYFORD CAY CLUB CHARITABLE TRUST, INC., shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under the provisions of Sections 501 (c) (3) of the Internal Revenue Code as amended or the corresponding provision of any future United States Internal Revenue Code provision or other activities which are prohibited to a corporation, contributions to which are deductible under Section 501 (c) (3) of the Internal Revenue Code as amended or the corresponding provision of any future United States Internal Revenue Code provision or other activities which are prohibited to a corporation.

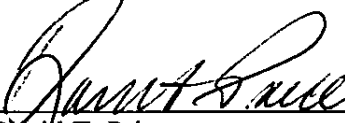
XIII SUBSCRIBERS

The names and addresses of the subscribers to these Articles are:

Name David T. Price
Attorney at Law

Address 6401 Lyons Road
Coconut Creek, FL 33073

IN WITNESS WHEREOF the subscribers have hereunto set their hands and seals, this
____ day of June 2015.



David T. Price
Incorporator

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 3rd day of June 2015 by DAVID T. PRICE, who is personally known to me or ~~has produced~~ as identification and who did/did not take an oath.



NAJAT M. LEVY
MY COMMISSION # EE 869339
EXPIRES: March 20, 2017
Bonded Thru Budget Notary Services

Najat M. Levy Notary

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation at the place designated in paragraph V of these Articles, I hereby accept said appointment and agree to act in this capacity and I agree to comply with the provisions of Chapter 48.091, Florida Statutes relative to keeping open said office.

By: David T. Price
David T. Price

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