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(Requestor's Name)

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(City/State/Zip/Phone #)

☐ PICK-UP

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(Business Entity Name)

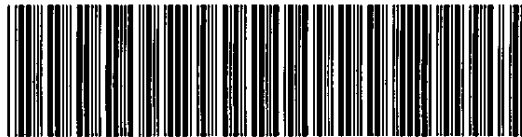
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REDGRAVE & ROSENTHAL^{LLP}
ATTORNEYS AT LAW

120 East Palmetto Park Road • Suite 400
Boca Raton, Florida 33432 • Tel 561.347.1700 • Fax 561.391.9944
www.redgraveandrosenthal.com

Jennifer E. Zakin
jzakin@redgraveandrosenthal.com
Direct Dial 561.226.7819

October 20, 2015

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

Re: Our File No. 35762-00004
Ira and Maryjo Sherman Family Foundation, Inc.

Dear Sir or Madam:

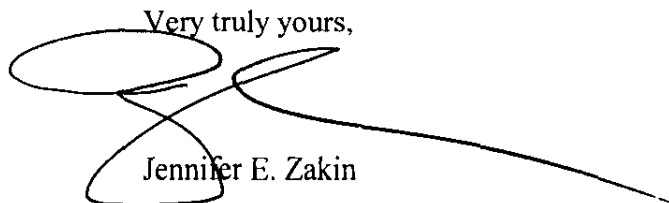
Enclosed please find the following:

1. Cover Letter;
2. Check in the amount of \$70.00 payable to "Florida Department of State"; and
2. Articles of Incorporation.

Please file the enclosed Articles of Incorporation with the Florida Department of State and return confirmation of filing to me in the enclosed envelope.

If you have any questions, please do not hesitate to contact me.

Very truly yours,



Jennifer E. Zakin

JEZ/ib
Enclosures

COVER LETTER

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

SUBJECT: Ira and Maryjo Sherman Family Foundation, 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: Ilana Brunelle, CP, c/o Redgrave & Rosenthal LLP
Name (Printed or typed)

120 East Palmetto Park Road, Suite 400
Address

Boca Raton, Florida 33432
City, State & Zip

(561) 347-1700
Daytime Telephone number

ibrunelle@redgraveandrosenthal.com

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

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 29, 2015

ILANA BRUNELL, CP
C/O REDGRAVE & ROSENTHAL LLP
120 E. PALMETTO PARK ROAD, SUITE 400
BOCA RATON, FL 33432

SUBJECT: IRA AND MARYJO SHERMAN FAMILY FOUNDATION, INC.
Ref. Number: W15000071689

We have received your document for IRA AND MARYJO SHERMAN FAMILY FOUNDATION, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity must be identical throughout the document.

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Maryanne Dickey
Regulatory Specialist II
New Filing Section

Letter Number: 815A00022915

REDGRAVE & ROSENTHAL^{LLP}
ATTORNEYS AT LAW

120 East Palmetto Park Road • Suite 400
Boca Raton, Florida 33432 • Tel 561.347.1700 • Fax 561.391.9944
www.redgraveandrosenthal.com

Jennifer E. Zakin
jzakin@redgraveandrosenthal.com
Direct Dial 561.226.7819

November 6, 2015

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

Re: Our File No. 35762-00004
Ira and Maryjo Sherman Family Foundation, Inc.

Dear Sir or Madam:

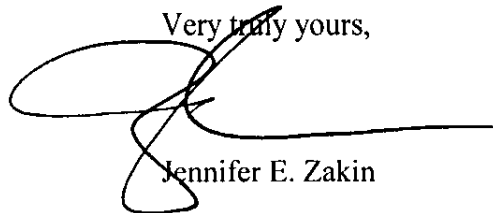
Enclosed please find the following:

1. Florida Department of State letter dated October 29, 2015; and
2. Corrected original and one copy of the Articles of Incorporation.

Please file the enclosed Articles of Incorporation with the Florida Department of State and return confirmation of filing to me.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

A handwritten signature in black ink, appearing to be 'J. Zakin', with a long horizontal line extending to the right.

Jennifer E. Zakin

JEZ/ib
Enclosures

ARTICLES OF INCORPORATION
OF
IRA AND MARYJO SHERMAN FAMILY FOUNDATION, INC.

15 NOV 10 PM 2:25
FBI - MIAMI

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

ARTICLE I

NAME

The name of the Corporation is the Ira and Maryjo Sherman Family Foundation, Inc. and the street address of the initial principal office of the Corporation is c/o Ira Sherman, 119 Emerald Key Lane, Palm Beach Gardens, Florida 33418.

ARTICLE II

EFFECTIVE DATE

This Corporation is organized effective as of the date of filing with the Florida Department of State.

ARTICLE III

PURPOSE

The Corporation is organized to operate exclusively for religious, charitable, scientific and/or educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended ("Code").

ARTICLE IV

POWERS

4.1 The Corporation shall possess and exercise all the powers and privileges granted by Chapters 607 and 617 of the Florida Statutes, or by any other law of Florida together with all powers necessary or convenient to the conduct, promotion or attainment of the activities or purposes of the Corporation, limited only by the restrictions set forth in these Articles of Incorporation.

4.2 The Corporation is organized not for profit and no part of the income of said Corporation shall ever be distributed to or enure to the benefit of 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.

4.2-1 No substantial part of the activities of the Corporation shall be the dissemination of propaganda, lobbying, or other attempts to influence legislation, and the Corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

4.2-2 Notwithstanding any other provision in these Articles of Incorporation, the Corporation may conduct activities that are permitted to be conducted or carried on (i) by an organization exempt under Section 501(c)(3) of the Code and its Treasury Regulations as they now exist or as they may hereafter be amended, (ii) by an organization contributions to which are deductible under Section 170 of the Code and Treasury Regulations as they now exist or as may be hereafter 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.

ARTICLE V

NONSTOCK/NONMEMBERSHIP CORPORATION

The Corporation shall be organized as a nonstock corporation and shall have no members.

ARTICLE VI

TERM OF EXISTENCE

The term for which the Corporation is to exist shall be perpetual.

ARTICLE VII

BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors. The number of Directors of the Corporation and the manner and method in which they are elected or appointed shall be fixed pursuant to the Bylaws, but shall not be less than three (3) persons.

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

The Corporation shall initially have five (5) members of the Board of Directors to hold office until the first meeting of the members and their successors shall have been duly elected and qualified. The following persons shall constitute the initial members of the Board of Directors of the Corporation: (1) Ira Sherman, (2) Maryjo Meier Sherman, (3) Bradley L. Sherman, (4) Daniel M. Sherman, and (5) Abigail J. Sherman.

ARTICLE IX

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office and the name of its initial registered agent at such address are:

<u>Name</u>	<u>Address</u>
Jennifer E., Zakin, Esq.	c/o Redgrave & Rosenthal LLP 120 East Palmetto Park Road, Suite 400 Boca Raton, Florida 33432

ARTICLE X

INCORPORATOR

The name and address of the undersigned Incorporator is:

<u>Name</u>	<u>Address</u>
Ira Sherman, Esq.	119 Emerald Key Lane Palm Beach Gardens, Florida 33418

ARTICLE XI

BYLAWS

The power to make, alter, amend, repeal or adopt the Bylaws of the Corporation shall be vested solely in the Board of Directors of the Corporation. The Bylaws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with law or the Articles of Incorporation.

ARTICLE XII

DISSOLUTION

Upon the termination, dissolution or winding up of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all liabilities of the Corporation, distribute all assets of the Corporation to such organization or organizations organized and operated exclusively for religious, charitable, scientific or educational purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, or any corresponding provision of any future United States Revenue Law in accordance with the Bylaws of the Corporation. Any such asset not so disposed of shall be disposed of by the appropriate Court 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 XIII

GENERAL

(1) 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.

(2) The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on “undistributed income” imposed by Section 4942 of the Code, or any corresponding provisions of any future United States Revenue Law.

(3) 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.

(4) 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.

(5) 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.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 12 day of Oct, 2015.

Ira Sherman
Ira Sherman, Incorporator

STATE OF Washington)
COUNTY OF D.C.) ss

The foregoing instrument was acknowledged before me by Ira Sherman, Incorporator, as indicated below:

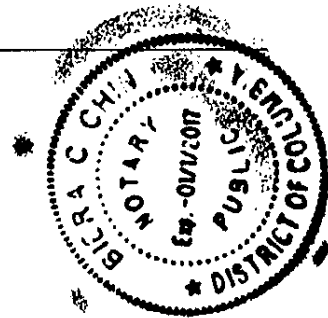
☒ who is personally known to me;

☐ who produced _____ as identification;

on this 12th day of October, 2015.

[Signature]
Notary Public

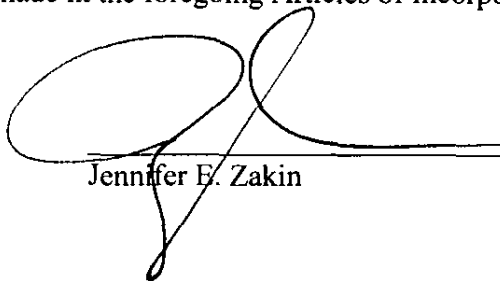
BIERA C CHIN
Notary Public, District of Columbia
My Commission Expires January 1, 2017



ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned hereby accepts the appointment as the initial Registered Agent of the Ira and Maryjo Sherman Family Foundation, Inc. as made in the foregoing Articles of Incorporation.

Dated: November 6, 2015



Jennifer E. Zakin

15 NOV 10 PM 2:25
PROCESSED