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FLORIDA PROFIT/NON PROFIT CORPORATION LOTUS SUPPORTING FOUNDATION, INC.

Certificate of Status	1
Certified Copy	1
Page Count	-06
Estimated Charge	\$87.50

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ARTICLES OF INCORPORATION OF LOTUS SUPPORTING FOUNDATION, INC.

(A Florida Not-For-Profit Corporation)

ARTICLE 1

NAME

The name of the corporation shall be Lotus Supporting Foundation, Inc. (the "Corporation").

ARTICLE 2

PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of the Corporation shall be 8841 Garland Avenue, Surfside, Florida 33154.

ARTICLE 3

PURPOSE; **POWERS**

The Corporation is organized and operated exclusively for the benefit of The Sundari Foundation, Inc., a Florida not-for-profit corporation (the "Foundation") and a public charity under Sections 501(c)(3) and 509(a)(1) of the Internal Revenue Code of 1986, as amended (the "Code"). The Corporation is a supporting organization under Code Section 509(a)(3). The Corporation may have such additional purposes which may be the same or similar to, but no broader than, the purposes of the Foundation as set forth in the Foundation's Articles of Incorporation. The Corporation may not engage in any activities that are not in furtherance of its purposes as a supporting organization under Code Section 509(a)(3). The Corporation is not authorized to benefit or support any organization except the Foundation and Lotus Endowment Fund, Inc., a Florida not-for-profit corporation and a supporting organization under Code Section 509(a)(3) organized and operated exclusively for the benefit of the Foundation (the "Endowment"), or upon dissolution, as set forth in Article 8 below.

The Corporation shall possess and exercise all the powers and privileges granted by Chapter 617 of the Florida Statutes, or by any other law of Florida, together with all powers necessary or appropriate to conduct, promotion or attainment of the purposes of the Corporation, limited only by the restrictions set forth in these Articles of Incorporation and those imposed upon similar organizations under Code Section 509(a)(3).

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The Corporation and its Board of Directors shall transact business of the Corporation only in the following manner:

- No portion of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, officers or any other private person, with the exceptions that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein.
- 2. The Corporation shall at all times operate as a not-for-profit corporation according to the laws of the State of Florida, and at no time shall issue any shares or pay any dividends to its members, if any.
- 3. 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 of distribution of statements) any political campaign on behalf of any candidate for public office.
- 4. 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 under Section 501(c)(3) of the Code and applicable 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 applicable Treasury Regulations as they now exist or as may hereafter 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.

ARTICLE 4 MEMBERSHIP

The Corporation shall have no members.

ARTICLE 5

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 8841 Garland Avenue, Surfside, Florida 33154 and the name of the Corporation's initial registered agent at that address is Constance Collins.

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ARTICLE 6

BOARD OF DIRECTORS

The affairs of this Corporation shall be managed by a Board of Directors. The number of Directors and the manner of their election or appointment shall be as stated in the By-Laws. A majority of the Board of Directors of the Corporation shall be directors who are then serving as members of the Board of Directors of the Foundation so that the Corporation shall qualify as a Type II supporting organization that is controlled or supervised in connection with the Foundation pursuant to Code Section 509(a)(3)(B)(ii).

ARTICLE 7

INCORPORATOR

The name and address of the person signing these Articles of Incorporation are:

Constance Collins 8841 Garland Avenue Surfside, Florida 33154

ARTICLE 8

DISSOLUTION

Upon the dissolution of the Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, shall be distributed to the Endowment, or if the Endowment is not then a supporting organization under Code Section 509(a)(3) organized and operated exclusively for the benefit of the Foundation or is not then in existence, then to the Foundation or if the Foundation is not then in existence, then in the sole discretion of the Board of Directors to one or more not-for-profit funds, foundations, trusts, corporations or other organizations to be devoted to similar purposes as the Foundation and which are exempt from United States income taxes as a Code Section 501(c)(3) charitable organization.

ARTICLE 9

AVOIDANCE OF EXCISE TAXES

1. If the Corporation is treated as a non-operating private foundation, 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.

- 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 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 10

AMENDMENTS TO THE ARTICLES OF INCORPORATION

Amendments to the Articles of Incorporation shall be enacted in accordance with the terms of the Corporation's Bylaws.

ARTICLE 11

AMENDMENTS TO BY-LAWS

The Bylaws of the Corporation may be made, altered, or rescinded by the Board of Directors of the Foundation as provided in the Bylaws.

ARTICLE 12

INDEMNIFICATION

Every director and officer of the Corporation shall be Indemnified by the Corporation for all expenses and liabilities, including attorneys' fees and appellate attorneys' fees, reasonably incurred by or imposed upon him or her in connection with any proceeding or any settlement of any proceeding to which he or she may be a party, or in which he or she may become involved by reason of his or her being or having served the Corporation at its request, whether or not he or she is a director or officer or is serving at the time the expenses or liabilities were incurred; provided, that in the event of a settlement before entry of a judgment, and also when the person concerned is adjusted guilty of gross negligence or willful misconduct, indemnification shall apply only when the Board

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of Directors approved the settlement and/or reimbursement as being in the interest of the Corporation. The foregoing right of indemnification shall be in addition to and not in lieu of any and all other rights to which the person may be entitled.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this <u>25</u> day of November, 2015.

Constance Collins, Incorporator

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CERTIFICATE DESIGNATING THE ADDRESS AND AN AGENT UPON WHOM PROCESS MAY BE SERVED

WITNESSETH:

That, Lotus Supporting Foundation, Inc., desiring to organize under the laws of the State of Florida, has named Constance Collins, 8841 Garland Avenue, Surfside, Florida 33154, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 617.0501, Florida Statutes.

Dated this 25 day of November, 2015.

Constance Collins, Registered Agent