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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
BUZZ ALDRIN SPACE FOUNDATION, INC**

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STATE

SEP 21 2018

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SECOND AMENDED AND RESTATED
ARTICLES OF INCORPORATION

of

THE ALDRIN FAMILY FOUNDATION, INC.
(formerly known as BUZZ ALDRIN SPACE FOUNDATION, INC.)
(formerly known as SHARESPACE FOUNDATION, INC.)

The following Second Amended and Restated Articles of Incorporation of The Aldrin Family Foundation, Inc., a Florida not for profit corporation (the "Corporation"), formally known as Buzz Aldrin Space Foundation, Inc., originally incorporated as ShareSpace Foundation, Inc., in the District of Columbia on June 1, 1998, and subsequently domesticated in the State of Florida on December 21, 2015 (Document Number N15000012158) are submitted in accordance with the provisions of §617.1006, Florida Statutes, as approved by all of the members of the Board of Directors on April 30, 2017. There are currently no Members entitled to vote on the Amendments.

ARTICLE I
NAME AND ADDRESS

The name of the Corporation is The Aldrin Family Foundation, Inc. the principal office of the Corporation is 1050 West NASA Boulevard, #108, Melbourne, FL 32901.

ARTICLE II
TERM

The Corporation shall have a perpetual existence.

ARTICLE III
PURPOSE OF THE CORPORATION

The Corporation is formed exclusively for educational, charitable and scientific purposes with the meaning of Section 501(c)(3) of the Internal Revenue Code, as now in effect or as may be amended in the future.

The purpose of the Corporation is to assist the United States of America in the creation of an educational pipeline for the next generation of space explorers, innovators and entrepreneurs. Such assistance shall further include facilitating programs to educate the general public in the fields of science and technology with an emphasis on space exploration via the solicitation and display of space memorabilia at museums and other public venues.

Notwithstanding any other provision of the document, the Corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt federal income tax under section 501(c)(3) of the Internal Revenue Code, corresponding section of any future federal tax code, of (b) by any organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

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ARTICLE IV
BOARD OF DIRECTORS

The board of Directors shall consist of five (5) members. The number may be increased or diminished from time to time by the members of the Corporation, but shall never be more than fifteen (15) and shall never be less than three (3). The Directors shall be elected by a majority vote of the members of the Corporation. If for any reason there are no members of the Corporation, the Directors shall be elected in accordance with the provisions contained in the Bylaws. The names and addresses of the initial Board of Directors who will serve until the first annual meeting of the members of the Corporation, or until successors have been elected and qualified are as follows:

Andrew John Aldrin
1050 West NASA Boulevard, #108
Melbourne, FL 32901

Janice Ross Aldrin
1050 West NASA Boulevard, #108
Melbourne, FL 32901

Christina Korp
1050 West NASA Boulevard, #108
Melbourne, FL 32901

Jeffrey M. Schuss
1050 West NASA Boulevard, #108
Melbourne, FL 32901

S. Steven Karalekas
1050 West NASA Boulevard, #108
Melbourne, FL 32901

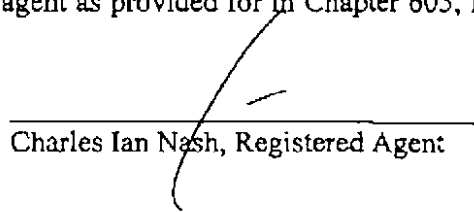
ARTICLE V
MEMBERS

The terms and classes of membership in the Corporation shall be provided for in the Bylaws of the Corporation.

ARTICLE VI
**REGISTERED AGENT, REGISTERED OFFICE AND
REGISTERED AGENT'S SIGNATURE**

The name and street address of the registered agent office of the Company is c/o Nash & Kromash, LLP, 440 South Babcock Street, Melbourne, Florida 32901, and the name of the registered agent of the Company at that address is Charles Ian Nash.

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 605, Florida Statutes.



Charles Ian Nash, Registered Agent

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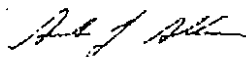
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ARTICLE VII
DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon the dissolution or winding up of the Corporation, any assets remaining after payment of, or provision for payment of, all debts and liabilities shall be distributed to a nonprofit foundation, or corporation, selected by a majority of the Board of Directors, which is organized and operated exclusively for charitable purposes, which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Second Amended and Restated Articles of Incorporation in Brevard County, Florida, this 20th day of June, 2018.

The Aldrin Family Foundation, Inc.

By: 
Andrew Aldrin, President

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