

May 11, 2016 11:59AM

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Email Address: PaulEstevez@mirasolcc.com

FLORIDA PROFIT/NON PROFIT CORPORATION

The Mirasol Foundation, Inc.

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**ARTICLES OF INCORPORATION
OF
THE MIRASOL FOUNDATION, INC.**

1. Name

The name of the corporation shall be The Mirasol Foundation, Inc. (the "Foundation").

2. Principal Office

The Foundation's principal office shall be at 11600 Mirasol Way, Palm Beach Gardens, Florida 33418.

3. Purpose

The Foundation is formed exclusively for the benefit of and is operated exclusively to promote charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, ("IRC §501(c)(3)") by receiving and administering funds and making distributions directly or through exempt organizations within the meaning of IRC §501(c)(3).

4. Election of Directors

The Foundation shall not have members. The directors of the Foundation shall be appointed and/or elected as provided in the Bylaws of the Foundation.

5. Initial Directors

The names and addresses of the Initial directors are as follows:

Brenda Babitz
228 Porto Vecchio Way
Palm Beach Gardens, FL 33418

Drew Davis
205 Via Palacio
Palm Beach Gardens, FL 33418

Jon Peisinger
115 Olivera Way
Palm Beach Gardens, FL 33418

Kathleen Savarese
120 Monte Carlo Drive
Palm Beach Gardens, FL 33418

Leonard Shendell
132 Via Quanteria
Palm Beach Gardens, FL 33418

6. Limitations

No part of the net earnings of the Foundation shall inure to the benefit of, or be distributed to its directors, officers, or other persons, except that the Foundation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose of the Foundation. No substantial part of the activities of the Foundation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles, the Foundation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under IRC §501(c)(3), or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

7. Distributions

Upon the dissolution of the Foundation, assets shall be distributed for one or more exempt purposes within the meaning of IRC §501(c)(3), or the corresponding section of any future 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 Foundation is then located, exclusively for such purpose or to such organization or organizations, as the court shall determine, which are organized and operated exclusively for such purposes.

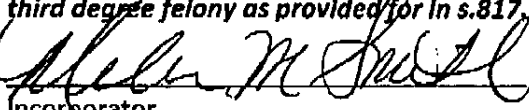
8. Registered Agent

The name and address of the registered agent shall be Paul Estevez, 11600 Mirasol Way, Palm Beach Gardens, Florida 33418.

9. Incorporator

The name and address of the incorporator is Melissa M. Smith, 8409 North Military Trail, Suite 123, Palm Beach Gardens, Florida 33410.

I hereby submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.


Incorporator

5-10-2016
Date

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Registered Agent

5/10/2016
Date

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