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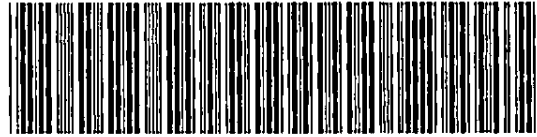
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W17-62342

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T. BURCH

T. BURCH
AUG 21 2017

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PLEASE REPLY TO: JACKSONVILLE OFFICE
www.fishertousey.com

FISHER, TOUSEY, LEAS & BALL
ATTORNEYS AT LAW

August 10, 2017

Tim Burch
New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

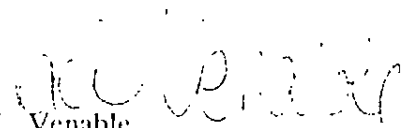
Re: Domestication - Remmer Family Foundation, Inc., a Connecticut nonstock corporation to Remmer Family Foundation, Inc., a Florida non profit corporation

Dear Tim:

Pursuant to your letter of July 31, 2017, a copy of which is enclosed, you will find this firm's check in the amount of \$23.75, which represents the remainder of the filing fee for the domestication of the above mentioned entity.

Please forward confirmation of the filing to my attention at the Jacksonville address. If you have any additional questions, please contact me at (904) 356-2600 ext. 340.

Sincerely,


Traci L. Venable,
Paralegal

Enclosures

742812



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 31, 2017

FISHER TOUSEY LEAS & BALL
ATTN: TRACI L VENABLE
501 RIVERSIDE AVE STE 600
JACKSONVILLE, FL 32202

SUBJECT: REMMER FAMILY FOUNDATION, INC.
Ref. Number: W17000062342

We have received your document for REMMER FAMILY FOUNDATION, INC. and check(s) totaling \$105.00. However, the document has not been filed and is being retained in this office for the following reason(s):

There is a balance due of \$23.75. Refer to the attached fee schedule for the breakdown of fees. Please return a copy of this letter to ensure your money is properly credited.

Please return 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.

Tim Burch
Regulatory Specialist III

Letter Number: 717A00015340

CERTIFICATE OF DOMESTICATION
for
REMMER FAMILY FOUNDATION, INC.

This Certificate of Domestication is submitted to domesticate Remmer Family Foundation, Inc., a Connecticut nonstock corporation, into a Florida nonprofit corporation in accordance with Section 617.1803, Florida Statutes.

1. The name and type of the domesticating entity immediately prior to filing of this Certificate of Domestication is Remmer Family Foundation, Inc., a Connecticut nonstock corporation, and was organized on December 21, 1980.

2. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to Sections 617.012012 and 617.0202, Florida Statutes, with this certificate is Remmer Family Foundation, Inc.

3. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was Connecticut.


4. Attached are the Florida Articles of Incorporation to complete the domestication requirements pursuant to Section 617.1803, Florida Statutes.

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STATE OF FLORIDA
DEPARTMENT OF REVENUE

IN WITNESS WHEREOF, the undersigned officer of the corporation executed this Certificate of Domestication as of the 10th day of July, 2017.

REMMER FAMILY FOUNDATION,
a Connecticut nonstock corporation

By: 
Ellen Remmer, as President

**ARTICLES OF INCORPORATION
OF
REMMER FAMILY FOUNDATION, INC.
(A NOT-FOR-PROFIT CORPORATION)**

**ARTICLE I
NAME AND HISTORY**

The name of this corporation is and remains Remmer Family Foundation, Inc. (the "*Corporation*").

The Corporation was originally organized as a Connecticut non-stock corporation and these Articles are executed and filed in connection with the domestication of the entity in the State of Florida as a Florida not for profit corporation. It is intended for these Articles to restate the previous organizational document of the Corporation, and not make substantive changes thereto, as is necessary for the Corporation to continue as one and the same entity, now domesticated as a Florida not for profit corporation.

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office of the Corporation is located at: 189 Admirals Way, Ponte Vedra Beach, Florida 32082, and the mailing address of the Corporation is located at: c/o Ballentine Partners, 230 3rd Avenue, 6th Floor, Waltham, Massachusetts 02451.

**ARTICLE III
PURPOSES**

The Corporation is organized and shall be operated exclusively as a corporation not-for-profit and for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "*Code*"), and the Treasury Regulations issued thereunder, or the corresponding provision of any future United States Internal Revenue Law, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Code or the corresponding provision of any future United States Internal Revenue Law.

**ARTICLE IV
POWERS**

The Corporation shall have the general power to do all lawful acts, as conferred upon corporations not-for-profit by Section 617.0302, Florida Statutes, including all those things necessary or expedient to carry out the purposes and responsibilities of the Corporation.

Notwithstanding the generality of the foregoing, the powers of the Corporation shall be subject to the following limitations and restrictions:

(a) The Corporation shall have no power to do any act inconsistent with the provisions of Sections 501(c)(3) and 170(c)(2) of the Code, or the corresponding provisions of any future United States Internal Revenue Laws and the Corporation shall not carry on any other activities not permitted to be carried on by (i) a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Code, or the corresponding provision of any future United States Internal Revenue Law, or (ii) a corporation, contributions to which are deductible under Section 170(c)(2) of the Code, or any other corresponding provision of any future United States Internal Revenue Law.

(b) No part of the income, profit or assets of the Corporation shall inure to the benefit of, or be distributable to, directly or indirectly, its directors, officers, or other private persons; provided however, 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 in Article III of these Articles of Incorporation; and

(c) No substantial part of the activities of the Corporation 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 any candidate for public office.

ARTICLE V BOARD OF DIRECTORS

(a) All corporate powers shall be exercised under the authority of, and the affairs of the Corporation shall be managed under the direction of the Board of Directors, except as otherwise provided by law or in these Articles of Incorporation or the Bylaws of the Corporation.

(b) The Corporation shall have three (3) directors as of the filing of these Articles of Incorporation. The number of directors may be increased or decreased from time to time according to the Bylaws, but shall never be less than three (3) or more than seven (7).

(c) The Board of Directors shall have the power to elect additional or successor directors and shall have the power to remove any existing director as provided in the Bylaws.

(d) The names and addresses of the initial members of the Board of Directors are as follows:

NAME	ADDRESS
Anne R. Cole	3733 Tommy Armour Circle Billings, MT 59106
Susan R. Ryzewic	189 Admirals Way Ponte Vedra Beach, FL 32082

Ellen E. Remmer

50 Eliot Street
Jamaica Plain, MA 02130

**ARTICLE VI
OFFICERS**

(a) The officers of the Corporation shall be a President, a Treasurer and a Secretary, and such other officers as may be provided by the Bylaws.

(b) The officers shall be elected by a majority vote of the members of the Board of Directors at their annual meeting or at such other times as provided in the Bylaws.

(c) The names of the initial officers of the Corporation are as follows:

Ellen E. Remmer	President
Anne R. Cole	Secretary
Susan R. Ryzewic	Treasurer

**ARTICLE VII
REGISTERED OFFICE AND AGENT**

The street address of the registered office of the Corporation is 189 Admirals Way, Ponte Vedra Beach, Florida 32082; the name of the initial registered agent of the Corporation at that address is Susan R. Ryzewic.

**ARTICLE VIII
INCORPORATOR**

The name and address of the subscriber to these Articles of Incorporation is Susan R. Ryzewic, 189 Admirals Way, Ponte Vedra Beach, Florida 32082.

**ARTICLE IX
DURATION AND COMMENCEMENT**

The Corporation shall exist perpetually. Corporate existence as a Florida corporation not for profit shall commence on upon filing of these Articles (and related documents) with the Department of State of the State of Florida.

**ARTICLE X
MEMBERS**

This Corporation shall have no members.

**ARTICLE XI
BYLAWS**

(a) The Board of Directors, by majority vote, may provide such Bylaws for the conduct of the business of the Corporation and the carrying out of its purposes as they may deem necessary from time to time, including, but not limited to, provisions for the quorum and voting requirements for meetings and activities of the Board of Directors; provided, however, that such Bylaws shall not conflict with any of the provisions of these Articles of Incorporation.

(b) Upon proper notice, the Bylaws may be amended, altered or rescinded by the majority vote of members of the Board of Directors at any regular meeting, or any special meeting for such purpose.

**ARTICLE XII
AMENDMENTS**

Upon proper notice, these Articles of Incorporation may be amended, altered, changed or repealed by majority vote of the members of the Board of Directors. All power and authority conferred hereby upon officers and the Board of Directors of the Corporation are granted subject to the further amendment of these Articles of Incorporation.

**ARTICLE XIII
CORPORATE LIQUIDATION AND DISSOLUTION**

No person, firm or corporation shall ever receive any dividends or profits from the undertaking of the Corporation, and upon dissolution, the assets of the Corporation, after all debts and liabilities are paid, shall be distributed:

(a) to one or more organizations qualified under Section 501(c)(3) of the Code, or the corresponding provision of any future United States Internal Revenue Law, that have purposes similar to the charitable purposes of the Corporation;

(b) to the federal government or a state or local government, for public purposes similar to the charitable purposes of the Corporation consistent with Section 501(c)(3) of the Code, or the corresponding provision of any future United States Internal Revenue Law, and in accordance with the laws of the State of Florida; or

(c) upon order of a court of competent jurisdiction, to another organization to be used in such manner as in the judgment of the court will best accomplish the charitable purposes of this Corporation.

ARTICLE XIV
LIMITATIONS ON CORPORATE POWER

Should the corporation at any time be considered a "*Private Foundation*" under Section 509(a) of the Code, or the corresponding provision of any future United States Internal Revenue Law, the following limitations will apply:

(a) The Corporation will distribute its income for each tax year at such time and in such manner so that it will not become subject to the tax on undistributed income imposed by Section 4942 of the Code, or the corresponding provision of any future United States Internal Revenue Law:

(b) The Corporation will not engage in any act of self-dealing as defined in Section 4941(d) of the Code, or the corresponding provision of any future United States Internal Revenue Law:

(c) The Corporation will not retain any excess business holdings as defined in Section 4943(c) of the Code, or the corresponding provision of any future United States Internal Revenue Law:

(d) The Corporation will not make any investments in a manner that would subject it to tax under Section 4944 of the Code, or the corresponding provision of any future United States Internal Revenue Law; and

(e) The Corporation will not make any taxable expenditures as defined in Section 4945(d) of the Code, or the corresponding provision of any future United States Internal Revenue Law.

ARTICLE XV
INDEMNIFICATION

The Corporation shall indemnify officers, directors, employees and agents to the full extent permitted by the Florida Not-For-Profit Corporation Act, provided, however that no such indemnification shall be permitted if such indemnification would violate the purposes of the Corporation as specified in Article III of these Articles of Incorporation or would be inconsistent with the provisions of Section 501(c)(3) and Section 170(c)(2) of the Code, or corresponding provisions of any future United States Internal Revenue Laws.

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IN WITNESS WHEREOF, I, the undersigned Incorporator, has made, signed and hereby acknowledge these Articles of Incorporation this 10th day of July, 2017, for the purpose of incorporating as a corporation not-for-profit under the laws of the State of Florida.



Susan R. Ryzewic, Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

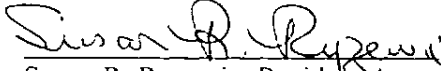
Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with the Act:

That Remmer Family Foundation, Inc., desiring to incorporate under the laws of the State of Florida with its principal office at the location indicated in the Certificate of Incorporation, in St. Johns County, Florida, has named Susan R. Ryzewic, located at 189 Admirals Way, Ponte Vedra Beach, Florida 32082, as its agent to accept service of process within this State.

ACKNOWLEDGMENT BY REGISTERED AGENT:

Having been named to accept service of process for the Corporation at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of the Act relative to keeping open such office.

Date: July 10, 2017



Susan R. Ryzewic, Resident Agent

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CLERK OF CIRCUIT COURT
ST. JOHNS COUNTY, FLORIDA