

4/19/2018

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DIVISION OF CORPORATIONS
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FLORIDA PROFIT/NON PROFIT CORPORATION
PARKLAND CARES.ORG INC.

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**ARTICLES OF INCORPORATION
OF
PARKLAND CARES.ORG, INC.
(A Not-For-Profit Corporation)**

Pursuant to the provisions of section 617.1006, Florida Statutes, PARKLAND CARES.ORG, INC. ("Corporation"), a corporation organized under the Florida Not-For-Profit Corporation Act, hereby adopts the following as the Articles of Incorporation ("Articles of Incorporation") for the Corporation:

**ARTICLE I
NAME & ADDRESS**

The name of the Corporation shall be Parkland Cares.org, Inc. The principal office shall be: Parkland Cares.org, Inc., and the mailing address shall be: c/o Howard S. Dvorkin, 5769 W Sunrise Blvd., Plantation FL 33313

**ARTICLE II
PURPOSE**

The Corporation shall be a nonprofit corporation and is organized exclusively for charitable, religious, educational, and scientific purposes under section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), or corresponding section of any future federal tax code.

The Corporation is intended to be a public charity to provide funding and awareness for mental health counseling and programs for the survivors, their families, and the community at-large in response to the mass shooting at the Marjorie Stoneman Douglass High School in Parkland, Florida. The Corporation shall serve as a hub for a broad variety of communal resources to make sure that they are readily available to those in need.

In furtherance of its corporate purpose, the Corporation shall have all the general powers enumerated in Chapter 617 of the Florida Statutes, as may hereafter be amended, together with the power to solicit grants and contributions for such purposes.

ARTICLE III
LIMITATIONS

A. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to any director or officer of the Corporation, or any other private person, except that the Corporation shall be authorized and empowered to make payments and distributions in furtherance of the purposes set forth in this Certificate of Incorporation, and reasonable reimbursements and compensation may be paid for services rendered to or for the Corporation affecting its purposes.

B. No substantial part of the activities of the Corporation shall be the carrying on of any propaganda, or otherwise attempting to influence legislation as defined in Section 4945 of the Code and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements concerning) any political campaign on behalf of any candidate for public office.

C. Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not directly or indirectly carry on any activity which would prevent it from obtaining exemption from Federal income taxation as a corporation described in Section 501(c)(3) of the Code, or cause it to lose such exempt status, carry on any activity not permitted to be carried on by a not-for-profit corporation, contributions to which are deductible under Section 170(c)(2) of the Code, or carry on any activity not permitted to be carried on by a non-for-profit corporation organized under the laws of the State of Florida pursuant to the provisions of Florida law.

D. The Corporation shall not have any capital stock or the authority to issue capital stock.

ARTICLE IV
MEMBERS

The Corporation shall have no Members.

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ARTICLE V
BOARD OF DIRECTORS

A. The Board shall be elected or appointed in the manner set forth in the Bylaws of the Corporation.

B. The persons constituting the initial Board shall be as follows:

Howard S. Dvorkin
7809 Galleon Court
Parkland, FL 33067

April Lewis-Parks
5991 Glenbrook Drive
Boca Raton, FL 33433

Don Silvestri
5769 W Sunrise Blvd.
Plantation FL 33313

ARTICLE VI
BYLAWS

Bylaws shall be adopted, altered, amended or repealed by majority vote of the Board and as provided in the Bylaws themselves. The Bylaws may contain any provision for the regulation and management of the affairs of the Corporation not inconsistent with Florida law or the Articles of Incorporation.

ARTICLE VII
DISSOLUTION

In the event of dissolution or final liquidation of the Corporation, the Board shall perform all necessary acts required by Florida law. All of the remaining assets and property of the Corporation shall, after paying or making provision for the payment of all the liabilities and obligations of the Corporation and for necessary expenses thereof, be distributed to such exempt organization or organizations under Section 501(c)(3) of the Code as the Board shall determine or if there are no directors, then as set forth in the Bylaws of the Corporation. Any such asset not so disposed of shall be disposed of by a Court of competent jurisdiction in the county in which the office of the registered agent 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, considering charities previously supported by the

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Corporation. In no event shall any of such assets or property be distributed to any member, director or officer or any private individual.

ARTICLE VIII
REGISTERED OFFICE AND AGENT

The street and mailing address of the registered office of the Corporation is 3020 N. Military Trail, Suite 275, Boca Raton, FL 33431 and the name of the registered agent of the Corporation at that address is Thomas O. Katz.

ARTICLE X
MISCELLANEOUS

The Corporation shall have perpetual existence. The Corporation shall issue no shares of stock and shall have no shareholders.

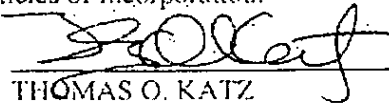


Thomas O. Katz, Incorporator

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, Thomas O. Katz, hereby accept the appointment as the registered agent of Parkland Cares.org, Inc., as made in the foregoing Articles of Incorporation.



THOMAS O. KATZ

Dated: April 19, 2018