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FLORIDA SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF
CONNECTWISE FOUNDATION, INC.

The undersigned incorporator, desiring to form a not for profit corporation under the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes, certifies and acknowledges the following:

ARTICLE I. NAME

The name of the corporation is ConnectWise Foundation, Inc. (the "Corporation").

ARTICLE II. PRINCIPAL OFFICE

The principal office address of the Corporation is 4110 George Rd. Ste. 200, Tampa, FL 33634.

ARTICLE III. PURPOSE

The Corporation is organized and operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as amended.

ARTICLE IV. ELECTION OF CORPORATE DIRECTORS

The directors of the Corporation shall be elected in accordance with the methods and qualifications specified in the bylaws of the Corporation.

ARTICLE V. POWERS

The powers of the Corporation shall be provided in the bylaws of the Corporation in accordance with Chapter 617, Florida Statutes with the following limitations within the meaning of Section 501(c)(3) of the Internal Revenue Code, as amended:

- A. The property of the Corporation is irrevocably dedicated to the purposes set forth in Article III hereof and no part of the net income or assets of the Corporation shall ever inure to the benefit of any director or officer thereof, or to the benefit of any private person.
- B. No substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate or intervene in any political campaign (including the publishing

or distribution of statements) on behalf of any candidate for public office, within the meaning of Section 501(c)(3) of the Internal Revenue Code, as amended.

- C. Upon the dissolution or winding up of the Corporation, its assets remaining after payment, or provision for payment, or all debts and liabilities of the Corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable, education, and/or religious purpose and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code, as amended.

ARTICLE VI. INDEMNIFICATION

- A. The Corporation shall to the fullest extent permitted by law indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he or she is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.
- B. The Corporation may pay in advance any expenses (including attorneys' fees) that may become subject to indemnification under paragraph A above if the person receiving the advance payment of expenses undertakes in writing to repay such payment if it is ultimately determined that such person is not entitled to indemnification by the Corporation under paragraph A above.
- C. The indemnification provided by paragraph A above shall not be exclusive of any other rights to which a person may be entitled by law, bylaw, agreement, vote or consent of stockholders or directors, or otherwise.
- D. The indemnification and advance payment provided by paragraphs A and B above shall continue as to a person who has ceased to hold a position named in paragraph A above and shall inure to such person's heirs, executors, and administrators.
- E. The Corporation may purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation, or who serves or served at the Corporation's request as a director, officer, employee, agent, partner, or trustee of another corporation or of a partnership, joint venture, trust, or other enterprise, against any liability asserted against such person and incurred by such person in any such capacity, or arising out of such person's status as such, whether or not the Corporation would have power to indemnify such person against such liability under paragraph A above.
- F. If any provision in this Article VI shall be invalid, illegal, or unenforceable, the validity, legality, and enforceability of the remaining provisions shall not in any way be affected or impaired thereby, and, to the extent possible, effect shall be given to the intent manifested by the provision held invalid, illegal, or unenforceable.

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TALLAHASSEE, FLORIDA

ARTICLE VII. INCORPORATOR

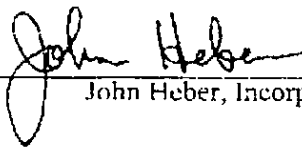
The name and address of the incorporator is:

John Heber
110 SE 6th Street, Suite 2600
Fort Lauderdale, FL 33301

ARTICLE VIII. REGISTERED AGENT AND OFFICE

The name of the initial registered agent of the Corporation is Corporate Creations Network, Inc., with a street address of 11380 Prosperity Farms Road #221E, Palm Beach Gardens, FL 33410.

24th IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this day of April, 2018.



John Heber, Incorporator

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

The following is submitted in accordance with the requirements of Chapter 48.091,
Florida Statutes:

ConnectWise Foundation Inc., desiring to organize under the laws of the State of Florida
with its registered office, as indicated in the Articles of Incorporation, in the City of Palm Beach
Gardens, State of Florida, has named Corporate Creations Network, Inc., located at 11480
Prosperity Farms Road #221E, Palm Beach Gardens, Florida 33410, 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, the undersigned hereby accepts to act in this capacity and
agree to comply with the provisions of Chapter 48.091, F.S. relative to keeping open said office.

Accepted this 24th day of April, 2018.

Corporate Creations Network, Inc.

Name: Caitlin Lazarus
Title: Special Secretary