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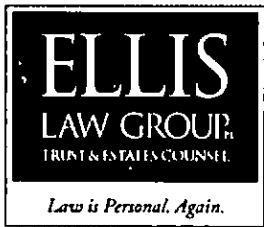
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2018 OCT 17 AM 10:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



September 28, 2018

VIA FEDEX

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Scot and Lance Karp Family Foundation, Inc.

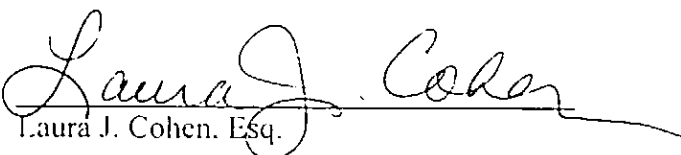
To Whom It May Concern:

Enclosed for your review and filing is an original and one (1) copy of the Articles of Incorporation for Scot and Lance Karp Family Foundation, Inc., a Florida not for profit corporation. Also enclosed is a check for the filing fee in the amount of \$70.00.

Please return all correspondence regarding this matter to Laura J. Cohen, Esq., 4755 Technology Way, Suite 205, Boca Raton, FL 33431; (561) 910-7511; laura@ellis-law.com.

Sincerely,

ELLIS LAW GROUP, P.L.L.C.

By: 
Laura J. Cohen, Esq.

LJC/jev

Enclosures

ARTICLES OF INCORPORATION
OF
SCOT AND LANCE KARP FAMILY FOUNDATION, INC.

FILED
2019 OCT 17 AM 10:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, as incorporator and on behalf of a not-for-profit, non-stock corporation under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

ARTICLE I
NAME

Section 1.1. The name of the corporation is SCOT AND LANCE KARP FAMILY FOUNDATION, INC., (the "Corporation").

ARTICLE II
DURATION

Section 2.1. The Corporation shall have perpetual existence unless dissolved pursuant to law.

ARTICLE III
NON-STOCK CORPORATION

Section 3.1. The Corporation shall be organized on a non-stock basis under the Florida Not for Profit Corporation Act and may issue Certificates of Membership.

ARTICLE IV
PURPOSE

Section 4.1. Notwithstanding any other provisions of these articles, the purposes for which this organization is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 (the "Code") or the corresponding provision of any future United States Internal Revenue law. The initial purpose of the Corporation is to assist other non-profit organizations as determined by the Board of Directors.

Section 4.2. The Corporation shall have the power, either directly or indirectly, either alone or in conjunction or cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, suitable, desirable or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which a Corporation is organized, and to aid or assist other organizations whose activities are such as to further accomplish, foster or attain any of such purposes. Notwithstanding anything herein to the contrary, the Corporation shall exercise only such powers as are in furtherance of the exempt purposes of organizations set forth in Section 501(c)(3) of the Code as the same now exist or as they may be hereinafter amended from time to time.

Section 4.3. 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 individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes); and no Director or Officer of the Corporation, or any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

Section 4.4 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 or intervene in (including the publication or distribution of statements) any political campaign on behalf of or in opposition of any candidate for public office.

Section 4.5. The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by Section 4942 of the Code or corresponding provisions of any subsequent federal tax laws.

Section 4.6. The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Code or corresponding provisions of any subsequent federal tax laws.

Section 4.7. The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Code or corresponding provisions of any subsequent federal tax laws.

Section 4.8. The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Code or corresponding provisions of any subsequent federal tax laws.

Section 4.9. The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Code or corresponding provisions of any subsequent federal tax laws.

Section 4.10. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Code or by an organization, contributions to which are deductible under Section 170(c)(2) of the Code.

Section 4.11. Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation, exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes, as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the court having proper jurisdiction in the county where the principal office 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.

ARTICLE V

MEMBERS

Section 5.1. This Corporation shall have a membership consisting of the Board of Directors of the Corporation serving from time to time.

ARTICLE VI

DIRECTORS

Section 6.1. The affairs of the Corporation shall be governed by a Board of Directors (hereinafter referred to as the "Board").

Section 6.2. The initial Board of Directors shall consist of the following members elected in accordance with this Section and the Bylaws and shall serve until the first election of Directors as provided in the Bylaws:

<u>Name</u>	<u>Address</u>
Scot Karp	1400 S. Ocean Blvd., Unit 1605 Boca Raton, FL 33432
Lance Karp	1400 S. Ocean Blvd., Unit 1605 Boca Raton, FL 33432
Marjorie Margolies	2355 NW 46 th Street Boca Raton, FL 33431
Blaine Minton	120 E. Palmetto Park Road Boca Raton, FL 33432

The members of the Board of Directors shall be appointed according to the procedures set forth in the Bylaws. The number of members on the Board of Directors may be increased or decreased from time to time by a vote of the Board of Directors in accordance with the Bylaws of the Corporation, but in any event there shall never be less than three (3) members on the Board of Directors. These Articles of Incorporation do not need to be amended each time new Directors are appointed.

ARTICLE VII

ADDRESS

Section 7.1. The street address and mailing address of the principal office of this corporation in the State of Florida is:

Street address:	Mailing address:
1400 S. Ocean Blvd., Unit 1605	1400 S. Ocean Blvd., Unit 1605
Boca Raton, FL 33432	Boca Raton, FL 33432

The Board may, from time to time, move its principal office in the State of Florida to another place in this state.

ARTICLE VIII
REGISTERED AGENT AND REGISTERED OFFICE

Section 8.1. The registered agent and registered office of the Corporation shall be:

<u>Name</u>	<u>Address</u>
Seth E. Ellis, Esq.	c/o Ellis Law Group, P.L. 4755 Technology Way, Suite 205 Boca Raton, FL 33431

ARTICLE IX
AMENDMENT

Section 9.1. These Articles of Incorporation may be amended in the manner and with the vote provided by law.

ARTICLE X
BYLAWS

Section 10.1. The Board of Directors of this Corporation shall adopt Bylaws for the governance of this Corporation which shall be subordinate only to the Articles of Incorporation and the laws of the United States and the State of Florida. The Bylaws may be amended from time to time by the Board of Directors.

ARTICLE XI
INCORPORATOR

Section 11.1. The name and address of the incorporator of this Corporation are as follows:

<u>Name</u>	<u>Address</u>
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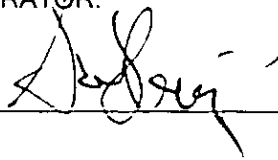
Scot Karp

1400 S. Ocean Blvd., Unit 1605

Boca Raton, FL 33432

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this ____ day of September, 2018.

INCORPORATOR:

A handwritten signature in black ink, appearing to read 'Scot Karp', is written over a horizontal line.

Scot Karp

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

In pursuance of Section 48.091 and Section 617.0501(3), Florida Statutes, the following is submitted in compliance with said Sections:

Scot and Lance Karp Family Foundation, Inc., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Certificate of Incorporation, at 1400 S. Ocean Blvd., Unit 1605, Boca Raton, FL 33432, appoints Seth E. Ellis, Esq. of Ellis Law Group, P.L., 4755 Technology Way, Suite 205, Boca Raton, FL 33431 as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Sections relative to keeping open said office.

REGISTERED AGENT:

Date September 21st, 2018



Seth E. Ellis, Esq.