

N18000001188

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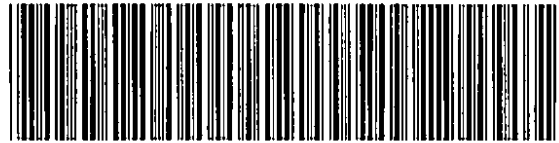
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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C. McNAIR

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
THE FUN2DISCOVER STEAM FOUNDATION, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To the Department of State
State of Florida

Re: Amended and Restated Articles of Incorporation – N18000011188

Pursuant to the provisions of the Florida Not-For-Profit Corporation Act, the corporation hereinafter named (the "Corporation"), does hereby amend and restate its Articles of Incorporation.

1. The name of the corporation is: **The Fun2Discover STEAM Foundation, Inc.**
2. The text of the Amended and Restated Articles of Incorporation of the Corporation is annexed hereto and made a part hereof.

CERTIFICATE

It is hereby certified that:

This amended, and restatement of the Articles of Incorporation was approved by the Board of Directors of the Corporation at a special meeting of the Board of Directors pursuant to the provisions of § 617.1002 and the number of votes cast in favor of the amendment and restatement was sufficient for approval in accordance with the Articles of Incorporation of the Corporation.

Executed on November 15, 2018.

The Fun2Discover STEAM Foundation, Inc.

By: _____

Barry M. Atkins, President

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
THE FUN2DISCOVER STEAM FOUNDATION, INC.
A Florida Not For Profit Corporation**

Pursuant to the provisions of Chapter 617.1006, Florida Statutes, this Florida not-for-profit corporation adopts the following Amended and Restated Articles of Incorporation:

ARTICLE I

The name of the corporation is:

The Fun2Discover STEAM Foundation, Inc.

ARTICLE II

The principal place of business address for the corporation is:

**140 Royal Palm Way, Suite 103
Palm Beach, Florida 33480-4254**

The mailing address of the corporation:

**P.O. Box 4363
West Palm Beach, Florida 33402-4363**

The FEI/EIN Number of the corporation is: **83-2218936**

ARTICLE III

The corporation shall operate exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IV

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except 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 hereof. No substantial part of the activities of the

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TALLAHASSEE, FLORIDA

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 or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, this corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, 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.

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, 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 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

The corporation shall have no members. The management of the affairs of the corporation shall vest in its board of directors as defined in the company's bylaws.

ARTICLE VI

The corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the corporation), by reason of the fact that the person is or was a director or officer of the corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the corporation, or serves or served at the request of the corporation as a director, or as an officer, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise. In addition, the corporation shall pay for or reimburse

any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by the Florida Business Corporation Act.

ARTICLE VIII

These Articles may be altered or amended at any regular or special meeting of the Board of Directors by a two-thirds (2/3) approval of the directors' present.

ARTICLE IX

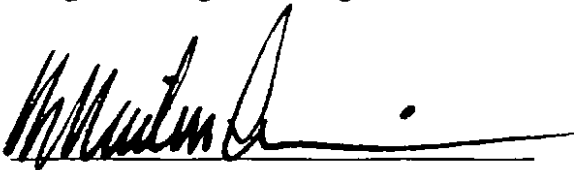
The manner of election or appointment and number of directors of the corporation shall be set by the bylaws of the corporation.

ARTICLE X

The registered agent of the corporation is **Barry M. Atkins**
The street address of the corporation's registered office is **140 Royal Palm Way, Suite 103, Palm Beach, Florida 33480-4254.**

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

Registered Agent Signature:



Adoption of Restated and Amended Articles of Incorporation

There are no members or members entitled to vote on the amendment and restatement. The amendment and restatement were adopted by the board of directors. The President of the Corporation has executed these Amended and Restated Articles of Incorporation this 15th day of November 2018.

By:



Barry M. Atkins, President