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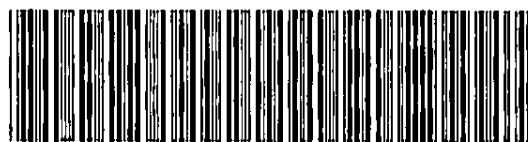
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2019 JUN -7 P 2:49

FILED

JUN 10 2019

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: MESHANE FAMILY FOUNDATION Inc.

Name of Limited Liability Company

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Andrew Meshane

Name of Person

Meshane Family Foundation Inc.

Firm/Company

P.O. Box 272847

Address

Boca Raton, FL 33427

City/State and Zip Code

meshane@gmail.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Andrew Meshane

561 392-4499

at ()
Name of Person Area Code Daytime Telephone Number

Enclosed is a check for the following amount:

- | | | | |
|--|--|--|--|
| <input checked="" type="checkbox"/> \$25.00 Filing Fee | <input type="checkbox"/> \$30.00 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$55.00 Filing Fee &
Certified Copy
(additional copy is enclosed) | <input type="checkbox"/> \$60.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed) |
|--|--|--|--|

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 16, 2019

ANDREW MESHANE
P.O. BOX 272847
BOCA RATON, FL 33427

SUBJECT: MESHANE FAMILY FOUNDATION INC.
Ref. Number: N18000013231

We have received your document for MESHANE FAMILY FOUNDATION INC., however, upon receipt of your document no check was enclosed. Please return your **document** along with a **check** or **money order** made payable to the Department of State for \$35.00.

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) 245-6050.

Tracy L Lemieux
Regulatory Specialist II

Letter Number: 019A00009953

FIRST AMENDED
ARTICLES OF INCORPORATION
OF
MESHBANE FAMILY FOUNDATION INC.
(A Florida Not For Profit Corporation)
Effective May 9, 2019

FILED
2019 MAY -7 P 2:48
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

ARTICLE I.
NAME

The name of the corporation shall be "MESHBANE FAMILY FOUNDATION INC."
(hereinafter referred to as the "Corporation").

ARTICLE II.
CORPORATE NATURE

The Corporation is a corporation not for profit organized pursuant to the Florida Not For Profit Corporation Act set forth in Chapter 617, Florida Statutes.

ARTICLE III.
ADDRESS OF PRINCIPAL OFFICE

The principal place of business address is:

1930 SW 8TH STREET, BOCA RATON FL, 33486

The mailing address of the corporation is:

P.O. BOX 272847, BOCA RATON, FL 33427

ARTICLE IV.
PURPOSES

A. The purposes of the Corporation are to receive and administer money and property for charitable, scientific, educational, and literary purposes within the meaning of §501(c)(3) of the Code, including, but not limited to, making distributions to organizations that are exempt from federal income taxation under §501(a) of the Code as an organization described in §501(c)(3) of the Code. Notwithstanding any other provisions of these Articles, the Corporation is organized and shall operate exclusively for such purposes.

ARTICLES OF INCORPORATION OF:
MESHANE FAMILY FOUNDATION
(A Florida Not For Profit Corporation, N18000013231)

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References in these Articles to the “Code” are to Sections of the Internal Revenue Code of 1986, as amended, as now enacted, or to corresponding provisions of any future United States revenue law in force and effect during the continuance of the Corporation.

B. The Corporation hereby expresses its intent to be an organization exempt from federal income taxation under §501(a) of the Code as an organization described in §501(c)(3) of the Code, and to be an organization contributions to which are deductible under §§170(c)(2), 2055(a)(2), 2106(a)(2)(A)(ii) and 2522(a)(2) of the Code.

**ARTICLE V.
MANAGEMENT**

All power and authority of the Corporation shall be vested in and exercised by its Board of Directors, which shall manage and direct the affairs of the Corporation in accordance with applicable law and as provided by the Bylaws of the Corporation. The number of Directors shall be as provided in the Bylaws of the Corporation, but the Board of Directors shall at all times consist of three (3) or more members. The method of electing the members of the Board of Directors shall be as provided in the Bylaws of the Corporation. The voting and other rights of the members of the Board of Directors shall be as provided in the Bylaws of the Corporation.

**ARTICLE VI.
INITIAL BOARD OF DIRECTORS**

The names and address of the Initial Board of Directors are as follows:

<u>Name</u>	<u>Address</u>
Title: President Andrew Meshbane	1930 SW 8 th Street Boca Raton, FL 33486
Title: Vice President Alice Meshbane	1930 SW 8 th Street Boca Raton, FL 33486
Title: Secretary Karyn Gerstle	323 Webster Ave Chicago, IL 60614

**ARTICLE VII.
POWERS**

ARTICLES OF INCORPORATION OF:
MESHANE FAMILY FOUNDATION
(A Florida Not For Profit Corporation, N18000013231)

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The Corporation shall have the power to (i) received, acquire, own, maintain and use its assets for the purposes for which it is organized, (ii) raise funds by any legal means for the encouragement of its purposes, (iii) acquire, hold, own, use and dispose of real or personal property in connection with the purposes of the Corporation, (iv) exercise all powers necessary or convenient to the furtherance of the purposes for which the Corporation is organized, and (v) exercise all powers granted to a corporation not for profit under Florida law. In addition to the foregoing powers, the Corporation shall have any additional powers specified in its Bylaws.

ARTICLE VIII.
LIMITATIONS

A. No part of the net earnings, gains or assets of the Corporation shall inure to the benefit of or be distributable to any Director or Officer of the Corporation, or to any other private persons, or to any organizations organized and operated for profit, 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 IV hereof.

B. No substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting, to influence legislation (except as otherwise provided by the provisions of §501(h) of the Code, if §501(h) of the Code applies to the Corporation and the appropriate election is made by the Corporation). The Corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of or in opposition to any candidate for public office.

C. Notwithstanding any other provisions of these Articles, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from federal income taxation under §501(a) of the Code as an organization described in §501(c)(3) of the Code, or by an organization contributions to which are deductible under §§170(c)(2), 2055(a)(2), 2106(a)(2)(A)(ii) and 2522(a)(2) of the Code.

D. The Corporation, if it is a "private foundation" as defined in §509(a) of the Code at any time, shall distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Code §4942(a); and shall not:

1. Engage in any act of "self-dealing" as defined in Code §4941(d), which would give rise to any liability for the tax imposed by Code §4941(a);
2. Acquire or retain any "excess business holdings" as defined in Code §4943(o), which would give rise to any liability for the tax imposed by Code §4943(a);

ARTICLES OF INCORPORATION OF:
MESHANE FAMILY FOUNDATION
(A Florida Not For Profit Corporation, N18000013231)

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3. Make any investment which would jeopardize the carrying out of any of its exempt purposes within the meaning of Code §4944, so as to give rise to any liability for the tax imposed by Code §4944(a); or

4. Make any "taxable expenditures" as defined in Code §4945(f), which would give rise to any liability for the tax imposed by Code §4945(a).

The reference in this Paragraph to designated sections of the Code shall be deemed to include any corresponding provisions of Federal tax laws at any time and from time to time in force and effect during the continuance of the Corporation.

ARTICLE IX.
INITIAL REGISTERED OFFICE AND AGENT

The name of the Initial Registered Agent of the Corporation is Andrew Meshbane, and the street address of the Corporation's Initial Registered Agent is 1930 SW 8th Street, Boca Raton, Florida 33486.

ARTICLE X.
INCORPORATOR

The name of the sole Incorporator of the Corporation is Andrew Meshbane and the address of such Incorporator is 1930 SW 8th Street, Florida 33486.

ARTICLE XI.
CONTRIBUTIONS

The Corporation may solicit contributions from all possible sources including, but not limited to, individual, corporate and community sources.

ARTICLE XII.
DISTRIBUTION ON DISSOLUTION

Upon the dissolution and winding up of the Corporation, its assets remaining after payment, or provision for the payment, of all debts and liabilities of the Corporation, shall be distributed to such one or more organizations exempt from federal income taxation under §501(a) of the Code as an organization described in §501(c)(3) of the Code, as determined by the Board of Directors. If any assets of the Corporation are not disposed of pursuant to the foregoing sentence, such

ARTICLES OF INCORPORATION OF:
MESHANE FAMILY FOUNDATION
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Page 5

remaining assets shall be distributed to such one or more organizations exempt from federal income taxation under §501(a) of the Code as an organization described in §501(c)(3) of the Code, as determined by the Circuit Court of the County in which the principal office of the Corporation is then located using for guidance previous expenditures of the Corporation. The Board of Directors or the Circuit Court shall use their best efforts to make such distributions to organizations which have purposes similar to the Corporation.

**ARTICLE XIII.
NO MEMBERS**

The Corporation shall not have Members.

**ARTICLE XIV.
DURATION**

The period of the duration of the Corporation is perpetual unless dissolved according to law.

**ARTICLE XV.
BYLAWS**

The Corporation's Board of Directors shall adopt Bylaws for the regulation and management of the affairs of the Corporation. The Corporation's Bylaws may contain any provisions not inconsistent with law or these Articles of Incorporation. The Corporation's Bylaws may be amended, altered, or repealed and new Bylaws may be adopted as provided in the Corporation's Bylaws.

**ARTICLE XVI.
AMENDMENT**

During the life of Andrew Meshbane, Andrew Meshbane shall solely have the right to amend these Articles, in whole or in part. If Andrew Meshbane is not then living or is Unable to Act, these Articles may be amended, in whole or in part, only by a majority vote of the Board of Directors of the Corporation then serving.

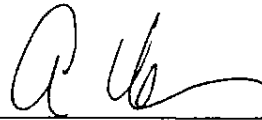
For purposes of these Articles, Andrew Meshbane shall be "Unable to Act" if he is not serving as a Director of the Corporation, or if and so long as Andrew Meshbane shall, in the opinion

ARTICLES OF INCORPORATION OF:
MESHANE FAMILY FOUNDATION
(A Florida Not For Profit Corporation, N18000013231)

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of two medically certified doctors, be incapable of performing his duties as a Director by reason of incompetence, illness, or accident.

The undersigned executes these Articles of Incorporation of Meshane Family Foundation Inc. this 2 day of May, 2019.

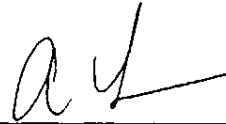
A handwritten signature in black ink, appearing to read 'A Meshane', is written over a horizontal line.

Andrew Meshane, Incorporator

ARTICLES OF INCORPORATION OF:
MESHANE FAMILY FOUNDATION
(A Florida Not For Profit Corporation, N18000013231)
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**CONSENT OF REGISTERED AGENT
OF
MESHANE FAMILY FOUNDATION INC.**

The undersigned, Andrew Meshane, having been named as Registered Agent to accept service of process for Meshane Family Foundation Inc., a Florida Not for Profit corporation, at the place designated in the foregoing Articles of Incorporation, hereby accepts the appointment as Registered Agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties as registered agent, and the undersigned is familiar with and accepts the obligations of the position of Registered Agent.

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

Andrew Meshane,
Registered Agent