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#### FLORIDA DEPARTMENT OF STATE Division of Corporations

January 15, 2019

WILLIAM E. SHOEMAKER 5121 NE 17TH TERRACE FORT LAUDERDALE, FL 33334

SUBJECT: THE LAST INSTITUTE, INC.

Ref. Number: W19000005188

The fee to file is \$70.,

Please return the corrected original and one copy of 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) 245-6052.

Letter Number: 419A00001145

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Tyrone Scott Regulatory Specialist II New Filings Section

www.sunbiz.org

#### FORESIGHT BUSINESS CENTERS, INC. 1000 WEST MCNAB ROAD, SUITE 132 POMPANO BEACH, FLORIDA 33069

January 22, 2019

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

Attn: Tyrone Scott

Subject: Filing Payment for The Last Institute, Inc. W19000005188

Dear Mr. Scott:

Enclosed, please find our check in the amount of \$70.00 for filing fee for The Last Institute, Inc. Please use this to process the filing for corporation's Articles of Incorporation.

Thank you for your assistance in this matter.

Very truly yours,

William E. Shoemaker

# **Articles of Incorporation**

## Of

# THE LAST INSTITUTE, INC.

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#### Article I. Name

The name of the corporation shall be The Last Institute, Inc.

#### Article II. Principal Office

The principal street address is 1000 West McNab Road, Suite 132, Pompano Beach, Florida 33069.

The principal mailing address is 1000 West McNab Road, Suite 132, Pompano Beach, Florida 33069.

#### Article III. Purpose

This corporation is organized exclusively for the charitable, scientific, and educational purposes within the meaning of Sec. 501(c)3 of the Internal Revenue Code, or of the corresponding section of the Code, if amended.

More specifically, The Last Institute's purpose is to provide support, advocacy, programs, research, and development of constructs that contribute to the well-being and enhancement of the human condition. By focusing on achievements in literature, the arts, the sciences, and the humanities. The Last Institute seeks to explore and expand the realms of creative process, innovative thinking, cultural preservation, literacy, Hellenistic wisdom, and experiential learning in meeting the challenges of a rapidly changing global civilization.

Among other activities, The Last Institute will operate the Alexandrian Academy, which will teach and apply the peaceful assimilation and relationship principles of Alexander the Great as they apply to individuals, groups, business firms of all sizes, societies, and nations. The Alexandrian Academy intends to become a repository of the intellectual concepts, printed material, and physical artifacts of Alexander the Great.

Moreover, The Last Institute will enter into other activities that further its mission, provided such activities are legal and ethical and may be carried on by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or of the corresponding section of the Code, if amended.

#### Article IV. Manner of Election

The manner in which the directors are elected or appointed is provided for in the bylaws of the corporation.

#### Article V. Initial Directors and/or Officers

Larry James Gianakos 1786 Dodge Drive NW Warren, Ohio 44485

William E. Shoemaker 5121 NE 17<sup>th</sup> Terrace Fort Lauderdale, FL 33334

David S. Spangler 1600 NE 18<sup>th</sup> Avenue Fort Lauderdale, FL 33305

#### **Article VI. Limitations**

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 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.

#### **Article VII. Dedication of Assets**

Upon the dissolution, termination, or winding up 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 VIII. Initial Registered Agent and Street Address

The name and Florida street address of the initial registered agent for the corporation is William E. Shoemaker, 5121 NE 17<sup>th</sup> Terrace, Fort Lauderdale, Florida 33334.

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

Signature of Registered Agent Mm. E. Shoember Date 01/06/2019

#### Article IX. Incorporator

The name and address of the Incorporator of the corporation is William E. Shoemaker, 5121 NE 17<sup>th</sup> Terrace, Fort Lauderdale, Florida 33334

Signature of Am. E. Shanke Date 01/06/2019