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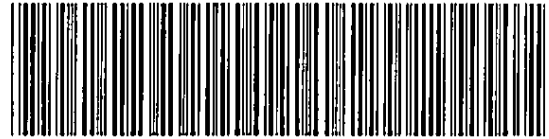
(Business Entity Name)

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Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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State of Florida

# CT CORP

3458 Lakeshore Drive, Tallahassee, FL 32312

850-656-4724

Date: 10/9/2019

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Name:	KLEH FAMILY FOUNDATION, INC.
Document #:	
Order #:	12246905

Certified Copy of Arts & Amend:	<input type="checkbox"/>		
Plain Copy:	<input type="checkbox"/>		
Certificate of Good Standing:	<input type="checkbox"/>		
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Apostille/Notarial Certification:	<input type="checkbox"/>	Country of Destination:	
		Number of Certs:	

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Ref# _____

Amount: \$ **128.75**

Thank you!

**CERTIFICATE OF DOMESTICATION  
FOR  
FOREIGN NOT FOR PROFIT CORPORATION  
INTO  
FLORIDA NOT FOR PROFIT CORPORATION**

This Certificate of Domestication and attached Articles of Incorporation are submitted to domesticate the following **Foreign Not For Profit Corporation into a Florida Not For Profit Corporation** in accordance with s. 617.1803, Florida Statutes.

1. The name of the Foreign Not For Profit Corporation immediately prior to the filing of this Certificate of Domestication is:

KLEH FAMILY FOUNDATION

2. The Foreign Not-For-Profit Corporation was first organized, formed or incorporated under the laws of and in the jurisdiction of the State of Colorado on January 21, 1997.
3. The jurisdiction that constituted the principal place of business or central administration of the corporation immediately before filing this Certificate of Domestication was the State of Colorado.
4. The name of the Florida Not For Profit Corporation as set forth in the attached Articles of Incorporation is:

**KLEH FAMILY FOUNDATION, INC.**

5. This Certificate of Domestication is effective as of the date of filing.

Signed this 7<sup>th</sup> day of October, 2019.

**Required Signature(s) on behalf of Florida Not For Profit Corporation:**

Incorporator: William H. Kleh  
Printed Name: William H. Kleh  
Title: Director

**Required Signature(s) on behalf of Foreign Not For Profit Corporation:**

Signature: William H. Kleh  
Printed Name: William H. Kleh  
Title: Director

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**ARTICLES OF INCORPORATION**  
**OF**  
**KLEH FAMILY FOUNDATION, INC.**

The undersigned, for purposes of forming a corporation not for profit under the laws of the State of Florida, hereby submits the following Articles of Incorporation.

**ARTICLE I**

**Name**

The name of the corporation is **KLEH FAMILY FOUNDATION, INC.**

**ARTICLE II**

**Address of Principal Office and Mailing Address**

The address of the Corporation's initial principal office is 799 Crandon Boulevard, #1206, Key Biscayne, FL 33149. The Corporation's initial mailing address is 799 Crandon Boulevard, #1206, Key Biscayne, FL.

**ARTICLE III**

**Purpose**

The Corporation is organized exclusively for such lawful and charitable, educational, literary, or scientific purposes, as will qualify it for exemption from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future United States Internal Revenue Law.

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, unless such member, trustee, officer or other private person is itself an organization qualifying for exemption from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding section of any future United States Internal Revenue Law and except as reasonable compensation for services rendered or to make payments and distributions in furtherance of the purposes set forth in this Article II. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except to the extent permitted under the Internal Revenue Code of 1986), and the Corporation shall not participate in, or intervene in (including the publishing or distribution of

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statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any 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 of 1986, or corresponding section of any future United States Internal Revenue Law, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, or corresponding section of any future United States Internal Revenue Law.

#### **ARTICLE IV**

##### **Election of Directors**

The method of appointment or election of directors shall be stated in the Bylaws.

#### **ARTICLE V**

##### **Board of Directors Authority**

All corporate powers shall be exercised by or under the authority of, and the affairs of the Corporation shall be managed under the direction of its Board of Directors which shall consist of no less than one individual who is 18 years of age or older. The number of directors may be increased or decreased, from time to time, by amendment to the Bylaws, but the Corporation shall never have fewer directors than as prescribed by applicable Florida law at the time of said amendment.

#### **ARTICLE VI**

##### **Initial Registered Office and Agent**

The street address of the initial registered office of the corporation is 1200 S Pine Island Rd, Plantation, FL 33324 and the Corporation's initial registered agent at that address is C T Corporation System.

#### **ARTICLE VII**

##### **Members**

The Corporation shall have one or more members, whose manner of selection, tenure, and authority shall be stated in the Bylaws.

## **ARTICLE VIII**

### **Incorporator**

The name and street address of the incorporator is William H. Kleh, 799 Crandon Boulevard, #1206, Key Biscayne, FL 33149.

## **ARTICLE IX**

### **Dissolution**

In the event of the dissolution of the Corporation, the residual assets of the Corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future United States Internal Revenue Law, as may be determined by the Board of Directors.

## **ARTICLE X**

### **Amendments**

Until the appointment or election of the initial Board of Directors, these Articles of Incorporation may be amended, altered, changed or repealed by the Incorporator. After the appointment or election of the initial Board of Directors, these Articles of Incorporation may only be amended, changed or repealed as provided in the Bylaws.

## **ARTICLE XI**

### **Activities by Private Foundation**

During any period the Corporation is a "private foundation" as defined in Section 509(a) of the Internal Revenue Code of 1986 or corresponding section of any future United States Internal Revenue Law, the Corporation shall not:

(a) Engage in any act of "self-dealing," as defined in Section 4941(d) of the Internal Revenue Code of 1986 or corresponding section of any future Internal Revenue Law, which would give rise to any liability for the tax imposed by Section 4941(a) of the Internal Revenue Code of 1986 or corresponding section of any future Internal Revenue Law;

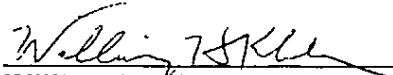
(b) Retain any "excess business holdings," as defined in Section 4943(c) of the Internal Revenue Code of 1986 or corresponding section of any future Internal Revenue Law, which would give rise to any liability for the tax imposed by Section 4943(a) of the Internal Revenue Code of 1986 or corresponding section of any future Internal Revenue Law;

(c) Make any investment which would jeopardize the carrying out of any of its exempt purposes, within the meaning of Section 4944 of the Internal Revenue Code of 1986 or corresponding section of any future Internal Revenue Law, so as to give rise to any liability for the tax imposed by Section 4944(a) of the Internal Revenue Code of 1986 or corresponding section of any future Internal Revenue Law; and

(d) Make any "taxable expenditures," as defined in Section 4945(d) of the Internal Revenue Code of 1986 or corresponding section of any future Internal Revenue Law, which would give rise to any liability for the tax imposed by Section 4945(a) of the Internal Revenue Code of 1986 or corresponding section of any future Internal Revenue Law.

During any period the Corporation is a "private foundation" as defined in Section 509 of the Internal Revenue Code of 1986 or corresponding section of any future Internal Revenue Law, the Corporation shall distribute, for the purposes specified in these Articles of Incorporation, for each taxable year, amounts at least sufficient to avoid liability for the tax imposed by Section 4942(a) of the Internal Revenue Code of 1986 or corresponding section of any future Internal Revenue Law.

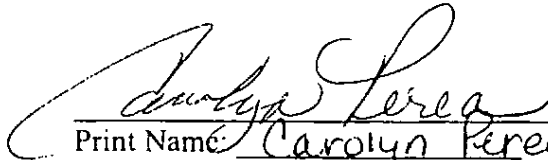
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 4<sup>th</sup> day of October, 2019.

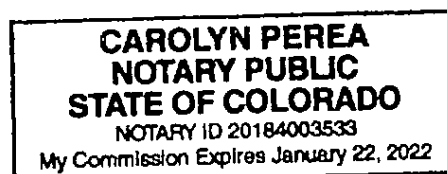
  
\_\_\_\_\_  
William H. Kleh

STATE OF COLORADO

COUNTY OF Eagle

The foregoing instrument was acknowledged before me on Oct. 4, 2019 by William H. Kleh who is personally known to me or who produced \_\_\_\_\_ as identification and who upon oath duly sworn stated he executed the foregoing instruments for the purposes stated therein.

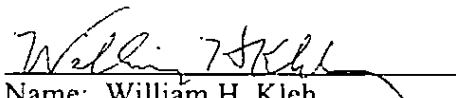
  
\_\_\_\_\_  
Print Name: Carolyn Perea  
Notary Public, State of Colorado  
My Commission Expires: Jan. 22, 2022



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

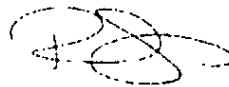
In compliance with Section 617.0501, Florida Statutes, the following is submitted:

KLEH FAMILY FOUNDATION, INC., a Florida not for profit corporation, has designated C T Corporation System, located at 1200 S Pine Island Rd, Plantation, FL 33324, as its agent to accept service of process within Florida.

  
Name: William H. Kleh  
Incorporator

Dated: 4 October 2019

Having been designated to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



Name: Rose Song, Assistant Secretary  
Registered Agent

Dated: 10/9/2019