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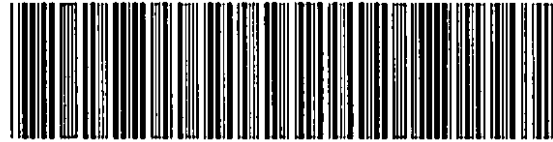
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FEB - 8 2021



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

February 2, 2021

GEORGE & IRINA SCHAEFFER FOUNDATION, INC.  
1400 SOUTH OCEAN BLVD #PH 1603 N  
BOCA RATON, FL 33432

SUBJECT: GEORGE AND IRINA SCHAEFFER FOUNDATION, INC.  
Ref. Number: W21000011092

We have received your document for GEORGE AND IRINA SCHAEFFER FOUNDATION, INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

The fee for your filing is \$137.50. However, no payment was received. Please return the enclosed documents with payment so that the filing can be processed.

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) 245-6052.

DANIEL L O'KEEFE  
Regulatory Specialist II

Letter Number: 221A00002401

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DIVISION OF CORPORATIONS  
STATE OF FLORIDA

**THE KARYO LAW FIRM, P.A.**  
**3200 North Federal Highway, Suite #222**  
**Boca Raton, FL 33431**  
**561-368-0111**  
**karyolaw@gmail.com**

January 9th, 2020

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

SUBJECT: George and Irina Schaeffer Foundation, Inc.

Enclosed is an original and one (1) copy of the Certificate of Domestication and a check for:

FEES:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	\$78.75
Certificate of Status	\$8.75
	\$137.50

George & Irina Schaeffer Foundation, Inc.  
1400 South Ocean Blvd #PH 1603 N  
Boca Raton, Florida 33432  
Telephone: 561-789-1836  
Email: George@gschaeffer.com

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Yours Truly,

  
Max Karyo, Esq.

301111

AM \$

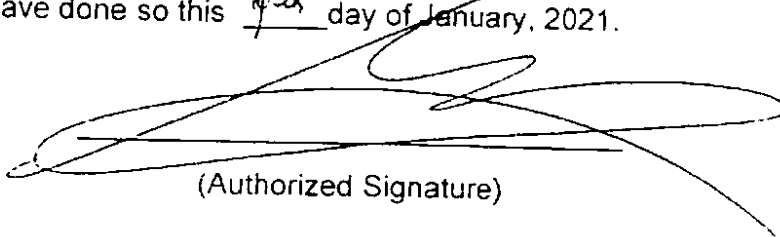
# NOT FOR PROFIT

## CERTIFICATE OF DOMESTICATION

The undersigned, George Schaeffer, President/Director of George & Irina Schaeffer Foundation, a foreign corporation (the "Corporation"), does hereby file this Certificate of Domestication for the purposes herein contained and in accordance with Section 617.1803, Florida Statutes, does hereby certify:

1. The date on which Corporation was first formed was February 25<sup>th</sup>, 2008.
2. The jurisdiction where the above-named Corporation was first formed, incorporated, or otherwise came into being was the State of California.
3. The name of the Corporation immediately prior to the filing of this Certificate of Domestication was "George & Irina Schaeffer Foundation."
4. The name of the Corporation, as set forth in its First Amended and Restated Articles of Incorporation (the "Articles"), to be filed pursuant to s. 617.01201 and 617.0202 with this certificate is "George & Irina Schaeffer Foundation, Inc." and the First Amended and Restated Articles of Incorporation shall be deemed filed as a part of the domestication of the Corporation as a Florida Not for Profit Corporation pursuant to the provisions of Florida Statutes Sections 617.01011 et seq., as amended, known as the Florida Not for Profit Corporation Act (the "Act").
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the Corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was the State of California.
6. Attached are the Articles to complete the domestication requirements pursuant to s. 617.1803.

I am George Schaeffer, President and Director of George & Irina Schaeffer Foundation and am authorized to sign this Certificate of Domestication on behalf of the Corporation and have done so this 9<sup>th</sup> day of January, 2021.



(Authorized Signature)

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FIRST AMENDED AND RESTATED ARTICLES OF INCORPORATION  
OF

GEORGE & IRINA SCHAEFFER FOUNDATION, INC.

a domesticated Florida not for profit corporation

The George & Irina Schaeffer Foundation, Inc. was a California corporation that has been domesticated in the State of Florida as a Florida not for profit corporation under the provisions of Florida Statutes Sections 617.01011 et seq., as amended, known as the Florida Not for Profit Corporation Act (the "Act") and sets forth the following First Amended and Restated Articles of Incorporation from and after the date of domestication:

ARTICLE I  
NAME

The name of the corporation shall be George & Irina Schaeffer Foundation, Inc.  
(hereinafter, the "Corporation").

ARTICLE II  
REGISTERED OFFICE AND ADDRESS; PRINCIPAL OFFICE AND ADDRESS

The Registered Agent, Registered Office and mailing address of the Corporation shall be as follows, the Registered Agent being an attorney licensed by the State of Florida:

Max Karyo, Esquire  
The Karyo Law Firm, P.A.  
3200 N. Federal Highway  
Suite 222  
Boca Raton, Florida 33431

The Principal Place of business/mailling address of the Corporation shall be:

Principal Address:

1400 South Ocean Boulevard, PH #1603 N  
Boca Raton, Florida 33432

Mailing Address:

1400 South Ocean Boulevard, PH #1603 N  
Boca Raton, Florida 33432

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ARTICLE III  
POWERS

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The Corporation shall have the powers conferred upon not for profit corporations by Section 617.0302 of the Act and, therefore, the Corporation shall have the power to transact any business not prohibited by law or required to be stated herein; provided, however, that, notwithstanding the foregoing or anything else contained herein to the contrary, the Corporation shall not, under any circumstances, execute any power or transact any business which would be in conflict with Section 501(c)(4) of the Internal Revenue Code of 1986, as amended (the "Code").

ARTICLE IV  
MEMBERS

Pursuant to Section 617.0601(1)(a) of the Act, the Corporation shall have no Members.

ARTICLE V  
PURPOSES

The purpose of this Corporation is to receive and administer funds for the scientific, educational, and charitable purposes within the meaning of Section 501(c)(3) of the Code and, to that end, to hold any property, or any undivided interest in property and to invest, reinvest, or deal with the principal of the income in such manner, as in the judgment of the Directors, will best promote the purposes of the Corporation without limitation, except such limitations as may be contained in the instrument under which such property is received, these Articles of Incorporation, the Bylaws of the Corporation, or any applicable laws; to do any other act or thing incidental to or connection with the foregoing purposes or in advancement thereof, but not the pecuniary profit or financial gain of its directors or officers except as may be permitted under the Act for charitable purposes.

ARTICLE VI  
TAX-EXEMPT OPERATIONS

The Corporation shall have and may exercise all powers and authority now or hereafter conferred upon not for profit corporations under the laws of the State of Florida. However, no part of the Corporation's net earnings shall inure to the benefit of any incorporator, Trustee, Director or officer of the Corporation or any private individual, except that reasonable compensation may be paid for services rendered to, for, or on behalf of the Corporation effecting one or more of the Corporation's purposes. No incorporator, Trustee, officer or private individual shall be entitled to share in the distribution of any corporate assets upon its dissolution.

ARTICLE VII  
DISPOSITION OF ASSETS UPON DISSOLUTION

Upon the dissolution of the Corporation, the Corporation's Board of Trustees 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 and to such organizations organized exclusively for religious, charitable, scientific, literary or educational purposes as shall at that time qualify as an exempt organization or organizations under Sections 501(c)(3) or 501(c)(4) of the Code.

ARTICLE VIII  
BOARD OF TRUSTEES

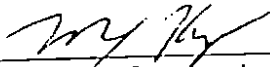
As the Corporation shall have no Members, the Board of Trustees shall be self-perpetuating as provided in the Bylaws of the Corporation from time to time. The members of the Board of Trustees as of the date of the domestication of the Corporation are as follows:

President/Trustee/ George Schaeffer  
1400 South Ocean Blvd PH #1603 N.  
Boca Raton, Florida 33432

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1400 SOUTH OCEAN BLVD  
BOCA RATON, FL 33432


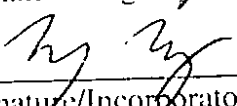
Secretary/Trustee/Irina Schaeffer  
1400 South Ocean Blvd PH#1603 N.  
Boca Raton, Florida 33432

IN WITNESS WHEREOF, the undersigned duly authorized and empowered Incorporator  
executes and delivers these First Amended and Restated Articles of Incorporation for the  
purposes herein contained.

  
\_\_\_\_\_  
Max Karyo, Esquire, Incorporator  
Florida Bar Number: 0965110

#### STATEMENT OF REGISTERED AGENT

*Having been named as Registered Agent and 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/Registered Agent	 _____ 1/9/21
 _____ Signature/Incorporator	 _____ 1/9/21

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