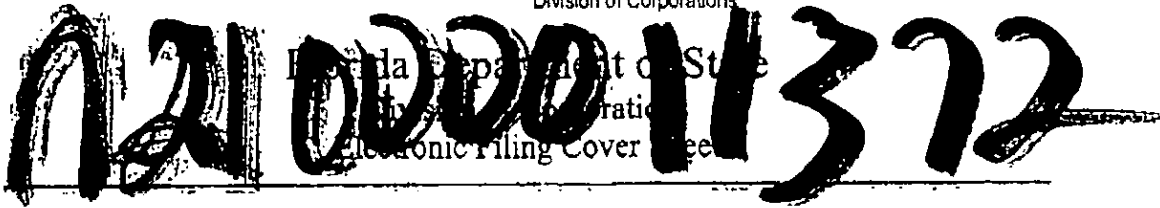


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**FLORIDA PROFIT/NON PROFIT CORPORATION
FRIDLENDER FAMILY FOUNDATION, INC.**

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I. SCOTT

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**ARTICLES OF INCORPORATION
OF
FRIDLENDER FAMILY FOUNDATION, INC.,
A NOT-FOR-PROFIT CORPORATION**

The undersigned, acting as Director of a not-for-profit corporation under Chapter 617 of the Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I

NAME OF CORPORATION: The name of the corporation is: **FRIDLENDER FAMILY FOUNDATION, INC.,** a Not-For-Profit corporation.

ARTICLE II

PRINCIPAL OFFICE: The principal office of the corporation is located at: 2641 NE 209th Street, Miami, Florida 33180.

ARTICLE III

MAILING ADDRESS: The mailing address of the corporation is: 2841 NE 209th Street, Miami, Florida 33180.

ARTICLE IV

REGISTERED AGENT: The name of the registered agent of the corporation is: Jon Fridlender. The address of this registered agent is: 2641 NE 209th Street, Miami, Florida 33180.

ARTICLE V

DURATION: The period of duration is perpetual.

ARTICLE VI

BOARD OF DIRECTORS: The method of selection of the Board of Directors and number of directors shall be stated in the bylaws. The initial members of the Board of Directors and officers shall be as follows:

Jon Fridlender, Director/President
Chana Fridlender, Director/Vice-President
David Wildman, Director/Secretary

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ARTICLE VII

INCORPORATORS: The name and address of the incorporator is: Jon Fridlender of FRIDLENDER FAMILY FOUNDATION, INC., with an address at: 2641 NE 209th Street, Miami, Florida 33180.

ARTICLE VIII

GENERAL CORPORATE PURPOSES

The nonprofit corporation is organized and will be operated exclusively for general religious, charitable, scientific, literary, and educational purposes as set forth in Internal Revenue Code Section 501(c)(3) including, for these purposes, making distributions to organizations that qualify as exempt organizations under Internal Revenue Code Section 501(c)(3).

ARTICLE IX

IRC SECTION 501(c)(3) LIMITATIONS

1. CORPORATE PURPOSES: Notwithstanding any other provision of these Articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal and state income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

2. EXCLUSIVITY: The Corporation is organized 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.

3. NO PRIVATE INUREMENT: The Corporation is not organized, nor shall it be operated for, the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to the Directors, Officers, or Members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's charitable and educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable and educational purposes no part of which shall inure to the benefit of any individual. 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.

4. NO LOBBYING OR POLITICAL CAMPAIGNS: The Corporation may not devote a substantial part of its activities for lobbying purposes (including the publishing or distribution of statements) or otherwise attempting to influence legislation.

5. DISSOLUTION: 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.

6. "PRIVATE FOUNDATION" PROVISIONS: In the event this Corporation is considered to be a "Private Foundation" by the U.S. Internal Revenue Service under provisions of the United States Code the following provisions apply:

(a) The Corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(b) The Corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(c) The Corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(d) The Corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(e) The Corporation will not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE X

INDEMNIFICATION

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.

EXECUTION

These Articles of Incorporation are hereby executed by the Incorporator on this 14 day of September 2021.


JON FRIDLENDER

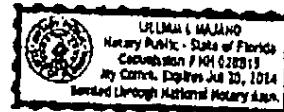
STATE OF FLORIDA
COUNTY OF MIAMI-DADE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared JON FRIDLENDER, who is either personally known to me or who produced a valid Florida Driver's license, executed the foregoing instrument as incorporator (or the agent of the incorporator) and acknowledged before me that he or she executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 14 day of September, 2021.



NOTARY PUBLIC STATE OF FLORIDA
My Commission Expires:



REGISTERED AGENT'S
ACCEPTANCE OF APPOINTMENT

I hereby accept my appointment as registered agent for FRIDLENDER FAMILY FOUNDATION, INC., a Florida not-for-profit corporation.



JON FRIDLENDER

Date: September 14, 2021