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COR AMND/RESTATE/CORRECT OR O/D RESIGN THE WERNER FAMILY FOUNDATION INC

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S. PRATHER

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**AMENDED AND RESTATED ARTICLES OF
INCORPORATION
OF
THE WERNER FAMILY FOUNDATION INC**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this corporation ("Corporation") shall be:

The Werner Family Foundation Inc

ARTICLE II

ADDRESS

The street address of the Company's initial principal office is:

The Werner Family Foundation Inc
21250 Harrow Ct
Boca Raton, Florida 33433

The mailing address of the Company's initial principal office is:

The Werner Family Foundation Inc
21250 Harrow Ct
Boca Raton, Florida 33433

ARTICLE III**DURATION AND COMMENCEMENT OF
EXISTENCE**

The Corporation shall have perpetual existence, commencing with the filing of these Articles of Incorporation with the Florida Department of State.

ARTICLE IV**PURPOSES**

The Corporation is organized to support 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.

ARTICLE V**CHARITABLE 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 IV 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, the 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 VI

DIRECTORS

Subject to the powers reserved to the members in the bylaws of the Corporation, 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 a Board of Directors. The number of Directors shall not be less than three.

The names and address of the directors are as follows:

Bernard Werner	Chairman	21250 Harrow Ct Boca Raton, Florida 33433
Ethan J Werner	Director	21250 Harrow Ct Boca Raton, Florida 33433
Chase J Werner	Director	21250 Harrow Ct Boca Raton, Florida 33433
Hailey B Werner	Director	21250 Harrow Ct Boca Raton, Florida 33433

ARTICLE VII

DISPOSITIONS OF ASSETS

In the event of the dissolution of the Corporation pursuant to Florida Statutes, The Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all assets of the Corporation by transferring such assets to such organizations which are exempt under Section 501(c)(3) as are engaged in activities of the type described in Article above, as the Board of Directors shall determine. Any such assets not so disposed shall be disposed by the Circuit Court 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

REGISTERED AGENT

The name and Florida street address of the registered agent is:

A Martinez & associates CPA's PA
5794 SW 40 Street Ste 203
Miami, Florida 33155

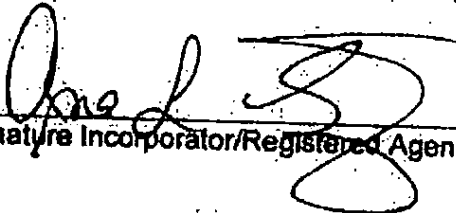
ARTICLE IX

NAME AND ADDRESS OF INCORPORATOR

The Undersigned incorporation hereby declares, under penalties of perjury, that the statements made in the foregoing Articles of Incorporation are true.

A Martinez & associates CPA's PA
5794 SW 40 Street Ste 203
Miami, Florida 33155

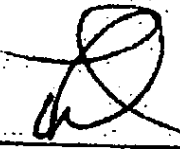
The Restatement was adopted by the board of directors December 15, 2021 and does not contain any amendments requiring member approval.



Signature Incorporator/Registered Agent

Dec. 15, 2021

Date



Signature of Chairman of Board of Directors

Dec. 15, 2021

Date

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TALLAHASSEE, FLORIDA