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D. O'KEEFE

CHISHOLM LAW FIRM

Kristan Chandler, Esquire Telephone: 407.674.2657 Kristan@ChisholmFirm.com 37 N. Orange Ave., Suite 500 Orlando, Florida 32801 www.ChisholmFirm.com

May 10, 2022

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

Subject: Articles of Incorporation

To Whom It May Concern:

Enclosed please find the original Articles of Incorporation ("Articles") along with trust account check no. 761580776 made payable to the Florida Department of State in the amount of \$70 in order to defray your filing fee for the Articles of Incorporation filed on behalf of Benjamin Foundation, Inc.

If you should have any questions, please feel free to contact me at 407.674.2657

Sincerely,

Kristan Chandler

Enclosures Articles of Incorporation (original)

Trust Account Check

ARTICLES OF INCORPORATION OF Benjamin Foundation, Inc. A FLORIDA NONPROFIT CORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be: Benjamin Foundation, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business of this corporation shall be:

390 North Orange Avenue Suite 2300 Orlando, FL 32801

The principal mailing address of this corporation shall be:

390 North Orange Avenue Suite 2300 Orlando, FL 32801

ARTICLE III PURPOSE

- (1) Primarily, the organization is formed exclusively for charitable and educational purposes within the meaning of IRC Section 501(c)(3);
- (2) Generally, to have and exercise all rights and powers conferred on nonprofit corporations under the laws of Florida, or which may hereafter be conferred, including the power to contract, rent, buy, or sell personal or real property;
- (3) Notwithstanding any of the above statements of purposes and powers, this corporation shall not engage in any activities or exercise any powers that are not in furtherance of the primary purpose of this corporation;
- (4) 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 Three hereof.

- (5) 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;
- (6) Upon the dissolution 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 IV MANNER OF ELECTION

The method of election of the directors of the Corporation is set forth in the bylaws.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

Kashouny Benjamin- President 390 North Orange Avenue Suite 2300 Orlando, FL 32801

Jasmin Aponte - Secretary 390 North Orange Avenue Suite 2300 Orlando, FL 32801

Karl-hentz Benjamin - Treasurer 390 North Orange Avenue Suite 2300 Orlando, FL 32801

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

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

Kashouny Benjamin 390 North Orange Avenue Suite 2300 Orlando, FL 32801 Page 2 of 3

ARTICLE VII LIABILITY STATEMENT

The nonprofit shall defend, indeninify and hold harmless all directors and officers of the nonprofit against expenses (including attorney's fees, judgments, fines, and amounts paid in settlement) incurred in connection with any claims, causes of action, demands, damages, liabilities of the nonprofit, and any pending or threatened action, suit, or proceeding. Such indemnification shall be made to the fullest extent permitted by the laws of the State of proceedings occurred white the director or officer was in performance of his or her duties for the nonprofit and was not as a result of his or her fraud; gross negligence, willful benefit of successors, assigns, heirs, executors, and the administrators of any such person.

ARTICLE VIII INCORPORATOR

The name and address of the Incorporator is:

Kashouny Benjamin 390 North Orange Avenue Suite 2300 Orlando FL 32801

| | *********** | ********* | |
|--|--------------------------|---|-------------------------------------|
| Having been named as registe corporation at the place desig | ered agent to accept s | ervice of process for | the above stated |
| corporation at the place design appointment as registered age | nated in this certifica | te, I am familiar with | and accept the |
| appointment as registered ager | nt and agree to act in l | his capacity. | |
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| Kashouny Benjamin | na | | |
| Date | 00 | | |
| Registered Agents | | | |
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| [[Submit](his document and affi | rm that the facts state | d herein are true. Los | n aware that ann |
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| Kashouny Benjamin | | | |