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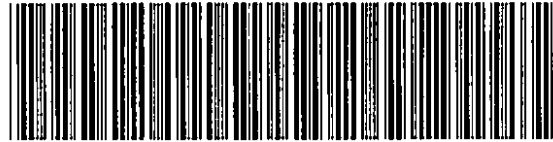
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FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 11, 2022

ARTHUR B BRISKER
22322 PUNTA DEL CAPO CT
ESTERO, FL 33928

SUBJECT: W.E. CROSS HERITABLE FOUNDATION, INC.
Ref. Number: W22000128277

We have received your document for and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.)

The registered agent must sign accepting the designation.

If you have any further questions concerning your document, please call (850) 245-6052.

KAIN COSTELLO
Regulatory Specialist II
New Filing Section

Letter Number: 522A00022720

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ARTICLES OF INCORPORATION

OF

W . E. CROSS CHARITABLE FOUNDATION , INC.

THIS IS TO CERTIFY:

FIRST: That I, the subscriber, ARTHUR B. BRISKER, of Estero ,Florida ,being over the age of eighteen years, do, under, and by virtue of the general laws of the State of Florida, and particularly S.617.0202 and IRS Code Section 501 © 3 , associate with the intention of forming a corporation.

SECOND: That the name of the corporation shall be W . E. CROSS CHARITABLE FOUNDATION, INC. It shall be a tax exempt corporation under the provisions of section 501© 3 of the Internal Revenue Code as currently in effect and as amended from time to time and under the provisions of the applicable statutes of the State of Florida.

THIRD: That the purposes for which this corporation is formed and the business objects to be carried on and promoted by it are as follows:

a. The Corporation is organized exclusively for educational and charitable purposes, including , for such purposes, for making of distributions, to organizations that qualify as exempt organizations under Section 501 © 3 of the Internal Revenue Code of 1986(or the corresponding provisions of any future United States Internal Revenue Law), and more specifically to receive and administer funds for such charitable and educational purposes, all for the public , welfare, and for no other purpose, and to that end to take and hold by bequest, devise, gift , purchase, or lease either absolutely or in trust for such objects and purposes or any of them, any property , real personal, or mixed, without limitation as to the amount of value , except such limitations , if any as may be imposed by law; to sell convey , and dispose of any such property and to invest and reinvest the

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principal thereof , and to deal with and expend the income therefrom for any of the before mentioned purposes, without limitation, except such limitations, if any as may be contained in the instrument under which such property is received; to receive any property , real personal , or mixed , in trust; under the terms of any will, deed of trust, or other trust instrument for the foregoing purposes or any of them, in administering th same to carry out the directions, and exercise the powers contained in the trust instrument under which the property is received, including the expenditure of the principal as well as the income, for one or more pf such purposes, if authorized or directed in the trust instrument under which it is received but no gift , bequest or devise of any such property shall be received and accepted if it be conditioned or limited in such manner as shall require the disposition of the income or its principal to any person or organization other than a "charitable organization" or for other than "charitable purposes" within the meaning of such terms as defined in Article Ninth of these Article fo Incorporation, or as shall in the opinion of the Board of Directors jeopardize the federal income tax exemption of the Corporation pursuant to Section 501© 3 of the Internal Revenue code of 1986 as now if force or as amended from time to time, to receive take title to, hold, and use the proceeds and income of Stocks, Bonds, ETFS , municipal funds, municipal bonds, corporate bonds , Treasury Bills, Bank CDs, obligations, or the securities of any corporation or corporations, domestic, or foreign, but only for the foregoing purposes, or some of them, and , in general, to exercise any . All and every power for which a non -profit corporation organized under the applicable laws of the State of Florida . For scientific, educational , religious and charitable purposes, all for the public welfare, can be authorized to exercise , but only to the extent the exercise of such powers are in furtherance of exempt purposes.

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b. No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, 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 THIRD 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 any candidate for public office. Notwithstanding any other provision 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© (3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal revenue Law) or (b) by a corporation , contribution to which are deductible under Section 170© 2 of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law)

(c) Included among the educational and charitable purposes for which the Corporation is organized, as qualified and limited by subparagraphs (a) and (b) of THIS Article THIRD are the following:

(d) The Organization shall provide financial support to other IRC 501 © 3 organizations approved by the IRS , such as but not limited to educational institutions, Hospitals , Health Care facilities ,Hospices, Colleges, Theaters, Food banks, Food Pantries, organizations that provide scholarships to those in need, Shelters, Meals on Wheels, The Salvation Army and any and all other organizations approved by the IRS

under Section 501 © 3, as well as Churches and Religious Organizations that are recognized by the IRS as legitimate entities.

FOURTH : The post office address of the principal office of the Corporation in the State of Florida is 22322 Punta Del Capo Ct., Estero , Florida 33928. The Name of the Resident Agent of the Corporation is ARTHUR B. BRISKER and his address is 22322 Punta Del Capo Ct., Estero, Florida 33928 . Said Resident Agent is a resident of the State of Florida and by his signature hereto consents to so serve.

FIFTH: The Corporation is not organized for profit; it shall have no capital sock and shall not be authorized to issue capital stock. The number of qualifications for, and other matters relating to its members, shall be as set forth in the By-Laws of the Corporation.

SIXTH: The Number of Directors shall be (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three (3). The names of the Directors , who shall act until the first annual meeting or until their successors are duly elected and qualify are : Arthur B. Brisker, of 22322 Punta Del Capo Ct. Estero , Florida 33928 Hazel M. Brisker of 22322 Punta Del Capo Ct. Estero , Florida 33928 and Alicia J. Brisker of 11160 Bottle Rock Rd. Kelseyville, California 95451.

SEVENTH: Upon the dissolution of the Corporation's affairs or upon abandonment of the Corporations's activities due to its impracticable or inexpedient nature , the assets of the Corporation shall be distributed per the terms of a Succession Agreement if one has been enacted by the Corporation to other 501 © 3 entities per the Agreement. If a Succession a Agreement has not been enacted by the Corporation then the assets of the Corporation shall be paid over and distributed to any other charitable organization of this State having a similar or analogous character or purpose.

EIGHTH: The Corporation may by its By-Laws make any other provisions or requirements for the arrangement or conduct of the business of the Corporation , provided the same not be inconsistent with these Articles of Incorporation nor contrary to the Laws of the State of Florida or of the United States of America.

NINTH: In these Articles of Incorporation,

(a) References to "charitable organizations" or "charitable organization" mean corporations , trusts, funds, foundations, or community Chests or Community Foundations, created or organized in the United States or in any of its possessions, whether under the laws of the United States, an sate or territory, the District of Columbia , or any possession of the United States , organized and operated exclusively for charitable purposes, no part of the net earnings of which inures or is payable to or for the benefit of any private shareholder or individual . It is intended that the organization described in this Article NINTH shall be entitled to exemption from federal income tax under Section 501 © (3) Of the Internal Revenue Code of 1986, as now in force or afterwards amended..

(b) The term "charitable purposes" shall be defined to include religious, organizations and any organization approved by the Internal Revenue Service under Section 501 © (3) of the Internal Revenue code of 1986, and as amended. And such purposes as also constitute public charitable purposes under the laws of the United States any State and the District of Columbia and particularly the State of Florida.

TENTH:

(a) The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income

imposed by Section 4942 of the Internal Revenue Code of 1986 , or corresponding provisions of any subsequent federal tax laws

(b) The Corporation shall not engage in any act of self-dealing as defined in Section 4941 (d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(c)The Corporation shall not retain any excess business holdings as defined in Section 4943 © of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(d) The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue code of 1986, or corresponding provisions of any subsequent federal tax laws.

(e) The Corporation shall not make any taxable expenditures as defined in Section 4945 (d) of the Internal Revenue Code of 1986, or corresponding provisions, of any subsequent federal tax laws.

ELEVENTH: No director or Officer of the Corporation shall be liable to the Corporation for money damages, except (1) to the extent that it is proved that such Director or Officer actually received an improper benefit or profit in money , property or services, for the amount of the benefit or profit in money ,property or services actually received, or (2) to the extent that a judgment or other final adjudication adverse to such Director or Officer is entered in a proceeding based on a finding in the proceeding that such a Director or Officer's action, or failure to act , was (a) the result of active and deliberate dishonesty or (b) intentionally wrongful, willful or malicious and, in each such case, was material to the cause of action adjudicated in the proceeding.

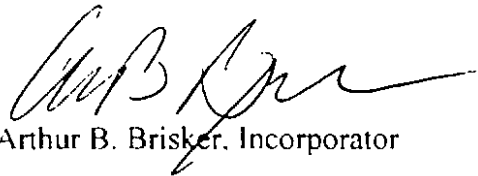
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in paragraph FOURTH of the Articles of Incorporation at 22322 Punta Del Capo Ct. Estero, Florida 33928, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Arthur B. Brisker, Registered Agent.

Date October 25/2022

I Submit this document and affirm that the facts stated herein are true, I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.



Arthur B. Brisker, Incorporator

Date October 25/2022

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