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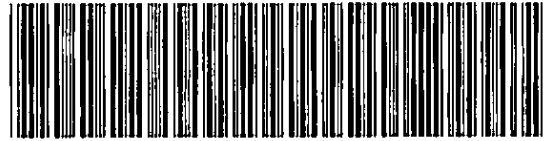
(Business Entity Name)

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STATE
TALLAHASSEE, FLORIDA
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TRANSMITTAL LETTER

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

SUBJECT: PALACE FOUNDATION, INC.

(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:
\$70.00 \$78.75 \$78.75 \$87.50
Filing Fee Filing fee& Certificate of Status Filing fee & Certify copy Filing fee, Certify C.
Status And certificate

ADDITIONAL COPY REQUIRED

Jose Gibran Chapur Dajer
Name

8400 NW 33er Street, Suite 406
Address

DORAL, FL, 33122
City, State & Zip

305-421-1658
Daytime Telephone number

marisperez@palaceresorts.com
Email address: (to be use for future annual report
notifications)

NOTE: Please provide the original and one copy of the articles.

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TALLAHASSEE, FL 32314

**ARTICLES OF INCORPORATION
OF
PALACE FOUNDATION, INC.
(a Florida NONPROFIT Corporation)**

**ARTICLE I.
NAME**

The name of the corporation shall be "PALACE FOUNDATION, INC." (hereinafter referred to as the "Corporation").

**ARTICLE II.
ADDRESS OF PRINCIPAL OFFICE**

The street address of the initial principal office and the mailing address of the Corporation is 8400 NW 33er Street, Suite 406, Doral, FL 33122.

**ARTICLE III.
PURPOSE**

The Corporation is organized and operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code") or the corresponding provision of any future federal tax code.

The Corporation may carry on such other activities in furtherance of and support of the foregoing purposes as are lawful and proper for corporations formed under the Act and Section 501(c)(3) of the Code.

**ARTICLE IV.
MANNER OF ELECTION OF DIRECTORS**

The manner in which the directors are elected or appointed shall be as stated in the Bylaws of the Corporation.

**ARTICLE V.
INITIAL BOARD OF DIRECTORS**

The names and addresses of the initial Board of Directors are as follows:

<u>Name</u>	<u>Address</u>
President: Jose Gilbran Chapur Dajer	8400 NW 33er Street, Suite 406, Doral, FL 33122
Vice President: Marisel Noelia Perez	8400 NW 33er Street, Suite 406, Doral, FL 33122
Treasurer & Secretary: Mary Cabassa	8400 NW 33er Street, Suite 406, Doral, FL 33122

**ARTICLE VI.
LIMITATIONS**

A. No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its directors, officers, or other private persons, except that the Corporation shall be

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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.

B. No substantial part of the activities of the Corporation shall consist of the carrying on of propaganda, or otherwise attempting to influence legislation. The Corporation shall not participate in or intervene in (including the publishing or distributing of statements), any political campaign on behalf of or in opposition to any candidate for public office.

C. Notwithstanding any other provision of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation, and 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 Code Section 501(c)(3), or the corresponding provision of any future United States internal revenue law, or (b) by a corporation, contributions to which are deductible under Code Section 170(c)(2) or the corresponding provision of any future United States internal revenue law.

ARTICLE VII.
INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of the Corporation is **Marisel Noella Perez**, 8400 NW 33er Street, Suite 406, Doral, FL 33122

INCORPORATOR

The name of the sole incorporator of the Corporation is **Marisel Noella Perez** and the address of such incorporator is 8400 NW 33er Street, Suite 406, Doral, FL 33122.

DISTRIBUTION ON DISSOLUTION

Upon the dissolution or winding up of this Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, shall be distributed to a not-for-profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes, and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws. Any such assets not so distributed shall be distributed 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.

The undersigned executes these Articles of Incorporation of **PALACE FOUNDATION, INC.** as of this 19th day of November 2022.

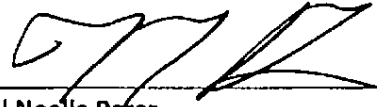


Marisel Noella Perez
Incorporator

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TALLAHASSEE COUNTY
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**CONSENT OF REGISTERED AGENT
OF
PALACE FOUNDATION, INC.**

The undersigned, Corporation Service Company, having been named as registered agent to accept service of process for PALACE FOUNDATION, INC., a Florida Not for Profit corporation, at the place designated in the foregoing Articles of Incorporation, hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties as registered agent, and the undersigned is familiar with and accepts the obligations of the position of registered agent.



Marisel Noelia Perez