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Florida Department of State
Division of Corporations
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FLORIDA PROFIT/NON PROFIT CORPORATION POTAMKIN FAMILY FOUNDATION, INC.

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March 31, 2023

FLORIDA DEPARTMENT OF STATE
Division of Corporations

NRAI SERVICES, LLC

SUBJECT: POTAMKIN FAMILY FOUNDATION, INC.
REF: W23000043338

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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 for said corporation/limited liability company"); and the registered agent's signature

The registered agent must sign accepting the designation.

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

Dil Sultana
Regulatory Specialist II

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TALLAHASSEE, FL

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**ARTICLES OF INCORPORATION
OF THE
POTAMKIN FAMILY FOUNDATION, INC.
A Florida Not For Profit Corporation**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not For Profit Corporation Act, hereby adopts the following Articles of Incorporation:

**ARTICLE I
CORPORATE NAME**

The name of the corporation shall be:

Potamkin Family Foundation, Inc.

**ARTICLE II
ADDRESS**

The mailing address and street address of the principal office of this corporation is:

5800 N.W. 171st Street
Miami, FL 33015

**ARTICLE III
PURPOSES**

The purposes for which this corporation is organized are as follows:

To establish, promote and maintain activities on its own behalf as allowed under the Internal Revenue Code of 1986, as amended, or corresponding sections of any future federal tax code ("IRC Section 501(c)(3)") and to lease real and personal property and make contributions and grants to other IRC Section 501(c)(3) organizations. More specifically, this corporation's purposes are:

1. To acquire and lease real and personal property (including leases providing for below market or nominal rental charges), make contributions and provide grants to other IRC 501(c)(3) organizations, including without limitation IRC 501(c)(3) organizations which are museums or which provide (i) spay, neuter, other veterinary services or shelter to animals, (ii) counseling and other services related to child abuse and exploitation, family counseling, substance abuse, trauma or immigration, (iii) counseling and other services to veterans, or (iv) care, hospitalization, housing, support services, camps, and assistance to the needy, aged, sick, helpless, handicapped, abused, or incompetent person or persons.

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2. To lease properties, loan funds or make contributions to non-profit institutions and agencies, whether incorporated or unincorporated, and whether now existent or hereafter formed, devoted to any of the aforementioned purposes, or to the solicitation of funds for devotion to purposes wholly charitable, medical, educational, scientific, or literary; provided, however that such institutions are of the type described in IRC Section 501(c)(3) and provided further that bequests to such organizations are deductible under Section 2055(a) of the Code.

ARTICLE IV MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected, appointed or replaced is set forth in this corporation's bylaws. The initial board of directors for this corporation shall consist of three members, as follows; each located at 5800 N.W. 171st Street, Miami, FL 33015:

Alan Potamkin
Brigitt Potamkin
Andi Potamkin

ARTICLE V REGISTERED AGENT

The name and Florida street address of this corporation's registered agent is:

NRAI Services, Inc.
1200 South Pine Island Road
Plantation, Florida 33324

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company: by: NRAI Services, Inc. *[Signature]*

ARTICLE VI INCORPORATOR

The name and address of the Incorporators to these Articles of Incorporation are as follows:

Andi Potamkin
5800 N.W. 171st Street
Miami, FL 33015

ARTICLE VII CHARITABLE ORGANIZATIONS PROVISION

Notwithstanding any powers granted to this corporation by these Articles of Incorporation, bylaws or the laws of the State of Florida, the following limitations of power shall apply:

1. This 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 IRC Section 501(c)(3).

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2. No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that this corporation shall be authorized and empowered to pay reasonable compensation for the services rendered and to make payments and distributions in furtherance of purposes set forth in the purpose clause hereof. No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and this 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 of this document, the organization shall not carry on any other activities not permitted to be carried on (i) by an organization exempt from federal income tax under IRC Section 501(c)(3); or (ii) by an organization contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended.

3. Upon dissolution of this corporation, assets shall be distributed for one or more exempt purposes within the meaning of IRC Section 501(c)(3), or shall be distributed to the federal government, or a state or local government, for public purpose. Any such assets not so disposed of shall be disposed of by the court having jurisdiction over this corporation, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

4. This 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.

5. This 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.

6. This 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.

7. This 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.

8. This corporation will not make any taxable expenditures as defined in section 4945 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ANDI POTAMIAN
Incorporator

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