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**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**WR Family Foundation, Inc.**

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ARTICLES OF INCORPORATION  
OF  
WR FAMILY FOUNDATION, INC.  
*a Florida not-for-profit corporation*

*I, the undersigned incorporator, for the purpose of incorporating and organizing a corporation under the Florida Not For Profit Corporation Act (the "Act"), do hereby execute the following Articles of Incorporation and certify as follows:*

ARTICLE I  
NAME

The name of the corporation shall be: WR Family Foundation, Inc. (the "Corporation").

ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS

The initial principal place of business and mailing address of the Corporation shall be:

100 South Point Drive  
Continuum South Tower, Apt 3907  
Miami Beach, FL 33139

ARTICLE III  
PURPOSE

The Corporation is organized and shall be operated exclusively for charitable, scientific, religious and educational purposes. The terms charitable, scientific, religious and educational shall have the same meanings herein that they have in Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provisions of any future federal internal revenue laws then in effect (the "Code").

Without limiting the generality of the foregoing, the purposes of the Corporation shall include the following:

The management of assets received by gift or donation with the ultimate purpose of distributing income to or for the use of charitable organizations; provided, however, that notwithstanding the foregoing enumeration of particular purposes found in this Article III, the Corporation shall not engage in any activity which may not be engaged in by a corporation which is exempt under Section 501(c)(3) of the Code. No gift, bequest or devise shall be accepted by the Corporation 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 a charitable purpose.

No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation. The Corporation shall not directly or indirectly participate

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in, or intervene (including the publishing or distributing of statements) in, any political campaign on behalf of (or in opposition to) any candidate for public office. The Corporation shall not have the objectives nor engage in activities that would characterize it as an "action organization" as defined in Treasury Regulations.

No part of the net earnings or other assets of the Corporation shall inure to the benefit of any director, officer, contributor, or other private individual, having, directly or indirectly, any personal or private interest in the activities of the Corporation, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments in furtherance of the purposes set forth in this Article III.

#### ARTICLE IV BOARD OF DIRECTORS

The Corporation shall not have members as such but, in lieu thereof, shall have only a self-perpetuating board of directors, in which board there shall be vested all of the power and authority to supervise, control, direct and manage the property, affairs and activities of the Corporation. The rights, powers and privileges of the directors shall be fixed in the bylaws of the Corporation.

The initial Board of Directors shall consist of four (4) individuals, who shall hold office until the next annual meeting of the Board of Directors and until their successors are duly elected and qualified, all as provided in the bylaws. The number of the members of the Board of Directors shall not be less than three (3) and shall be fixed by, or in the manner prescribed in, the bylaws, as amended from time to time. Directors shall be elected or appointed in the manner and for the terms as provided in the bylaws.

The names and addresses of the initial directors are set forth below:

Robert Rosenberg  
100 South Point Drive  
Continuum South Tower, Apt 3907  
Miami Beach, FL 33139

Donald Rosenberg  
PO Box 6630  
Snowmass Village, CO 81615

Ann Marie Rosenberg  
1700 Dover Road, Apt 105A  
Delray Beach, FL 33445

Jill Gotlieb  
150 Rivers Edge #272  
Medford, MA 02155

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## ARTICLE V ELECTION OF OFFICERS

The Board shall elect a President, Secretary, Treasurer, and as many Vice Presidents, Assistant Vice Presidents, Assistant Secretaries, and Assistant Treasurers as the Board shall from time to time determine in accordance with the bylaws of the Corporation. The names and addresses of the initial officers are as follows:

| <u>Officer</u> | <u>Name and Address</u>   |
|----------------|---|
| President      | Ann Marie Rosenberg<br>1700 Dover Road, Apt 105A<br>Delray Beach, FL 33445                            |
| Vice President | Jill Gottlieb<br>150 Rivers Edge #272<br>Medford, MA 02155  |
| Secretary      | Robert Rosenberg<br>100 South Point Drive<br>Continuum South Tower, Apt 3907<br>Miami Beach, FL 33139 |
| Treasurer      | Donald Rosenberg<br>PO Box 6630<br>Snowmass Village, CO 81615   |

## ARTICLE VI OTHER POWERS AND LIMITATIONS

The Corporation shall have all the powers of a corporation organized under the Florida Not For Profit Corporation Act; provided, however, that none of the powers of the Corporation shall be exercised to carry on activities, otherwise than as an insubstantial part of its activities, which are not in themselves in furtherance of the purposes of the Corporation.

Any powers granted by the provisions of this Article VI to the contrary notwithstanding, the Corporation:

(a) shall distribute its income for each tax year at such time and such manner so that it will not become subject to the tax on undistributed income imposed by section 4942 of the Code or the corresponding provisions of any future federal internal revenue laws then in effect;

(b) shall not engage in any act of self-dealing as defined in section 4941(d) of the Code or the corresponding provisions of any future federal internal revenue laws then in effect;

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(c) shall not retain any excess business holdings as defined in section 4943(c) of the Code or the corresponding provisions of any future federal internal revenue laws then in effect;

(d) shall not make any investments in a manner that would subject it to tax under section 4944 of the Code or the corresponding provisions of any future federal internal revenue laws then in effect; and

(e) shall not make any taxable expenditures as defined in Section 4945(d) of the Code or the corresponding provisions of any future federal internal revenue laws then in effect.

#### ARTICLE VII DISSOLUTION

The Corporation is not for profit and, therefore, there shall never be distributed any assets, gains, profits or dividends to any officer, director or member of the Corporation, and no part of the net earnings shall inure to any individual. It is a further expressed provision of these Articles of Incorporation that the assets and proceeds of every nature and description of the Corporation are, and shall forever be, irrevocably dedicated to the charitable purposes stated in Article III hereof. In the event of liquidation or dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all liabilities of the Corporation, dispose of all assets of the Corporation to such public charities which then qualify as exempt organizations under Code Section 501(c)(3) (or any successor legislation) as the Board of Directors (or in their absence as a court of competent jurisdiction) shall determine.

#### ARTICLE VIII AMENDMENTS

These Articles may be amended by the Board of Directors as provided in the bylaws.

#### ARTICLE IX INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The initial registered agent and initial registered office for the Corporation shall be Donald Rosenberg with such office located at 100 South Point Drive, Continuum South Tower, Apt 3907, Miami Beach, FL 33139.

#### ARTICLE X INCORPORATOR

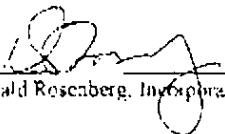
The name and address of the Incorporator are as follows:

Donald Rosenberg  
PO Box 6630  
Snowmass Village, CO 81615

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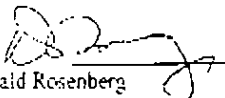
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IN WITNESS WHEREOF the undersigned has executed these Articles as of the 29th day of June, 2021.

  
Donald Rosenberg, Incorporator

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent and to accept the service of process for the above-stated Corporation at the place designated in these Articles, the undersigned 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 his duties, and is familiar with and accepts the obligations of his position as registered agent as provided for in Chapter 617, F.S.

  
Donald Rosenberg

Date: June 29, 2021

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