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FLORIDA PROFIT/NON PROFIT CORPORATION

Wingood II Foundation, Inc.

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 FLORIDA DEPARTMENT OF STATE
 DIVISION OF CORPORATIONS

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**ARTICLES OF INCORPORATION
OF
WINGOOD II FOUNDATION, INC.**

The undersigned, for the purpose of forming a corporation not for profit under the laws of the State of Florida, Chapter 617, the Florida Not For Profit Corporation Act, adopts the following Articles of Incorporation:

**Article I
Name**

The name of this corporation shall be WINGOOD II FOUNDATION, INC.

**Article II
Principal Office and Mailing Address**

The principal place of business and mailing address of this corporation shall be:

134 N.W. 74th STREET
SEATTLE, WASHINGTON 98117

**Article III
Initial Registered Agent and Address**

The name and street address of the initial registered agent of this corporation are:

NINA P. GOODWIN
185 ENGLISH OAK LANE, UNIT 20
PONTE VEDRA BEACH, FLORIDA 32082

**Article IV
Incorporator**

The name and street address of the incorporator of this corporation are:

NINA P. GOODWIN
185 ENGLISH OAK LANE, UNIT 20
PONTE VEDRA BEACH, FLORIDA 32082

Jonathan L. Hay, Esq.
Purcell, Flanagan, Hay & Greene, P.A.
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Fla. Bar No.: 456586

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FLORIDA
NINTH JUDICIAL CIRCUIT
JACKSONVILLE, FLORIDA

Article V
Effective Date; Duration

5.1. Effective Date. Corporate existence shall commence on the date these Articles are executed.

5.2. Duration. This corporation shall exist perpetually.

Article VI
Purposes

6.1. Purposes. This corporation is organized exclusively for charitable, educational, religious and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding section of any future federal tax code. It is intended that this corporation shall not engage in any activity for pecuniary profit.

6.2. Limitations on Actions. All of the assets and earnings shall be used exclusively for the purposes set forth herein, and 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. 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 any political campaign on behalf of any candidate for public office.

Article VII
Directors

7.1. Number of Directors. This corporation shall have three (3) directors initially. The number of directors may be increased or diminished from time to time, but shall never be less than the number required by F.S. Section 617.0803(1) or successor provision.

7.2. Initial Directors. The name and street address of the initial directors of the corporation are:

ELIZABETH A. GOODWIN
134 N.W. 74th STREET
SEATTLE, WASHINGTON 98117

SANDEEP KAUSHIK
134 N.W. 74th STREET
SEATTLE, VIRGINIA 98117

NINA P. GOODWIN
185 ENGLISH OAK LANE, UNIT 20
PONTE VEDRA BEACH, FLORIDA 32082

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7.3. Election. The directors shall be elected for the term and by the method stated in the corporation's bylaws.

7.4. Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

Article VIII **Dissolution**

Upon the dissolution of the corporation, the board of directors shall, after paying or making provision for payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation by distributing the assets to such organization or organizations which, at such time, is or are qualified as an exempt organization under Section 501(c)(3), as the board of directors shall determine.

Article IX **Bylaws**

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by the board of directors.

Article X **Amendment**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation.

The incorporator affirms the facts stated in this document are true as of
12/8/2023.

Nina Goodwin

NINA P. GOODWIN, Incorporator

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**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Sections 48.091, 617.0202 and 617.0501, Florida Statutes, the following is submitted:

WINGOOD II FOUNDATION, INC., desiring to organize or qualify under the laws of the State of Florida, hereby designates NINA P. GOODWIN as its registered agent to accept service of process within the State of Florida, and the address of its registered office shall be 185 ENGLISH OAK LANE, UNIT 20, PONTE VEDRA BEACH, FLORIDA 32082.

DATED 12/8/2023.

Nina Goodwin

NINA P. GOODWIN, Incorporator

Having been named as registered agent to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED 12/8/2023.

Nina Goodwin

NINA P. GOODWIN, Registered Agent

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