

N23000014914

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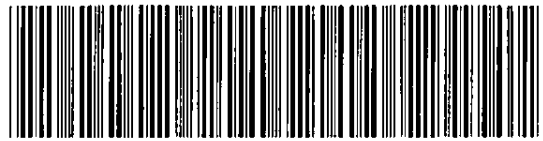
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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: GANZ SUGARMAN FAMILY FOUNDATION INC.

DOCUMENT NUMBER: N23000014914

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Howard Sugarman

(Name of Contact Person)

(Firm/ Company)

1000 Island Boulevard, Apt. 2402

(Address)

Aventura, FL 33160

(City/ State and Zip Code)

trb@bullochtaylor.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Robert Bulloch

239

383-7133

at

(Name of Contact Person)

(Area Code)

(Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
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| <input type="checkbox"/> \$35 Filing Fee | <input checked="" type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy is
Enclosed) |
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Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

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2015 OCT -2 PM 3:12
OFFICE OF THE
CLERK OF THE CIRCUIT COURT
IN AND FOR THE COUNTY OF DADE, FLORIDA

**RESTATED ARTICLES OF INCORPORATION
OF
GANZ SUGARMAN FAMILY FOUNDATION INC.**
(a Florida Not-for-Profit Corporation)

ARTICLE I

Name

The name of this corporation is the Ganz Sugarman Family Foundation Inc. (the "Corporation").

ARTICLE II

Principal Office, Street Address, and Mailing Address

The Corporation's principal office address, street address, and mailing address is 1000 Island Boulevard, Apt. 2402, Aventura, Florida 33160.

ARTICLE III

Purposes

The Corporation is organized and shall be operated exclusively for charitable, religious, scientific, literary, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding section of any future federal tax code (the "Code"), and specifically within those purposes to make grants to nonprofit organizations and incur expenses in furtherance of exempt purposes as defined in Section 501(c)(3) of the Code. The Corporation may conduct any and all lawful activities that may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, associations, trusts, institutions, foundations, or governmental bureaus, departments, or agencies.

ARTICLE IV

Activities and Restrictions

Section 1. No dividends, liquidating dividends, or distributions shall be declared or paid by the Corporation to any private individual or officer or director of the Corporation.

Section 2. No substantial part of the activities of the Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, unless by appropriate election a greater part is permitted without jeopardizing the Corporation's exemption under Section 501(c)(3) of the Code. The Corporation shall neither participate in, nor intervene in, any political campaign on behalf of (or in opposition to) any candidate for public office, including by publishing or distributing any statements.

Section 3. No part of the net earnings or net income of the Corporation shall inure to the benefit of any private individual or officer or director of the Corporation; provided, however, that such a person may receive reasonable compensation for personal services rendered, or

reimbursement for reasonable expenses incurred, that are necessary to carrying out the exempt purposes of the Corporation.

Section 4. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on by:

- (a) a corporation exempt from federal income taxation under Section 501(c)(3) of the Code; or
- (b) a corporation contributions to which are deductible under Section 170(c)(2) of the Code.

Section 5. At any time when the Corporation is a private foundation as defined in Section 509(a) of the Code, the income of the Corporation shall be distributed at such time and in such manner as not to subject it to tax under Section 4942 of the Code, and the Corporation shall not engage in any act of self-dealing, or retain any excess business holdings, or make any taxable expenditures as defined in Sections 4941(d), 4943(c), and 4945(d) of the Code, respectively, or make any investments in such manner as to subject it to tax under Section 4944 of the Code, or make any indemnification which would give rise to a penalty excise tax under Chapter 42 of the Code.

ARTICLE V Members

The Corporation shall not have members.

ARTICLE VI Board of Directors

All powers of the Corporation shall be exercised by or under the authority of, and the affairs of the Corporation shall be managed under the direction of, the Corporation's board of directors (the "Board of Directors" or "Board"). The Board of Directors shall consist of such number of persons as shall be fixed by the Bylaws from time to time, but shall not be less than the number of directors required by the Florida Not For Profit Corporation Act, which at the time of execution of these Articles of Incorporation is three (3). The terms of office, qualifications, and method of appointment of the directors shall be as specified in the Bylaws. The initial directors and officers of the Corporation are as follows:

Name and Address

Office

Susan Ganz
1000 Island Boulevard, Apt. 2402
Aventura, Florida 33160

President

Howard Sugarman
1000 Island Boulevard, Apt. 2402
Aventura, Florida 33160

Vice President and Treasurer

Name and Address

Office

Elinor Ganz
1000 Island Boulevard, PH3
Aventura, Florida 33160

Secretary

ARTICLE VII
Corporation Duration

The period of duration of the Corporation is perpetual unless dissolved according to Florida law.

ARTICLE VIII
Dissolution

In the event of the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Corporation, distribute the all of the assets of the Corporation exclusively as the Board of Directors shall determine to one or more organizations described in Sections 170(c)(2), 501(c)(3), 2055(a)(2), and 2522(a)(2) of the Code, and that have purposes substantially similar to those of the Corporation, or to one or more units or agencies of federal, state, or local government to be used exclusively for public purposes. Any such assets not so disposed of shall be disposed of by a Florida 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.

ARTICLE IX
Amendment of Articles of Incorporation

These Articles of Incorporation may be amended, altered, or restated by the affirmative vote of a majority of the total number of directors then in office.

ARTICLE X
Registered Agent

The street address of the Corporation's registered office in the State of Florida is 1000 Island Boulevard, Apt. 2402, Aventura, Florida 33160, and the name of its registered agent at such office is Howard Sugarman.

ARTICLE XI
Incorporator

The sole incorporator of the Corporation is Howard Sugarman. The complete business address of the sole incorporator is 1000 Island Boulevard, Apt. 2402, Aventura, Florida 33160.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Restated Articles of Incorporation on the 21st day of September, 2024.

Howard Sugarman
Howard Sugarman,
Incorporator

2024 OCT -2 PM 5:12
Baker

**CERTIFICATE OF DESIGNATION OF
REGISTERED OFFICE AND REGISTERED AGENT**

PURSUANT TO THE PROVISIONS OF SECTIONS 48.091 and 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA

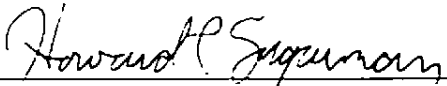
The name of the Corporation is the Ganz Sugarman Family Foundation Inc.

The name of the initial registered agent of the Corporation is Howard Sugarman. The address of this registered agent is 1000 Island Boulevard, Apt. 2402, Aventura, Florida 33160.

REGISTERED AGENT ACCEPTANCE

Having been named as registered agent and 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 that 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 this 21st day of September, 2024.


Howard Sugarman, Registered Agent

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