



Prentice Hall Legal & Financial Services

ATTN: MSC (904) 222-7495

1201 HAYS STREET, SUITE 105
TALLAHASSEE, FL 32301

N95000000564

CORPORATION NAME: Wanda and Charles Branz Family Supporting Foundation, Inc.

CHARTER NUMBER: _____

<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger	FILED JUN 18 1995 H. SIMS
<input type="checkbox"/> Annual Report	<input type="checkbox"/> Name Reservation	
<input type="checkbox"/> Change of Registered Agent	<input type="checkbox"/> Name Registration *****70.00 *****70.00	
<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Non-Profit/Articles of Incorporation	
<input type="checkbox"/> Domestication	<input type="checkbox"/> Other _____	
<input type="checkbox"/> Fictitious Business Name	<input checked="" type="checkbox"/> Profit/Articles of Incorporation	
<input type="checkbox"/> Foreign - Profit	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Foreign - Non-Profit	<input type="checkbox"/> Resignation of R.A., Off/Dir	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Trademark	
<input type="checkbox"/> Limited Liability	<input type="checkbox"/> UCC/Filing 1 _____	
<input type="checkbox"/> Mtr. Veh. _____	<input type="checkbox"/> UCC/Filing 3 _____	

<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> CUS
<input checked="" type="checkbox"/> Photocopy	<input type="checkbox"/> Good Standing
<input type="checkbox"/> Corporate Print-Out	<input type="checkbox"/> R.A., Off/Dir Search
<input type="checkbox"/> Fictitious Owner Search	

H. SIMS FEB - 6 1995

☒ Walk In () Call If Problem () Will Wait () Pick up. 1/18/12/00
 H. SIMS JAN 18 1995 DATE/TIME

FOR PRENTICE HALL'S USE ONLY

BRANCH ORDERING: Mig BY: AMH
 BRANCH RECEIVING: Tally BY: MSC
 REF/JOB # BD06480
 CLIENT MATTER # _____
 SAME DAY _____ 24 HR _____ ROUTINE _____
 VERBAL REQUESTED: YES OR NO
 DATE SENT: 1/18/95 MAIL FAX FED EXP.
 FILED: _____
 SENT TO: BRANCH CLIENT X 2nd letter
 SPECIAL INSTRUCTIONS: 6341

CHECK #	_____
ST./CTY/ FEES	<u>70.00</u>
CORR. FEE/	_____
SPEC. HANDL.	_____
MESSENGER	_____
COPIES	_____
FAX FEE	_____
OTHER	_____
TOTAL	_____



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 18, 1995

PRENTICE HALL

TALLAHASSEE, FL

SUBJECT: NANCY AND CHARLES GANZ FAMILY SUPPORTING
FOUNDATION, INC.

Ref. Number: W95000001253

*Please back date
1-18-95*
95 JAN 18 PM 1:03
FILED

We have received your document for NANCY AND CHARLES GANZ FAMILY SUPPORTING FOUNDATION, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list at least one incorporator with a complete business street address.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation. A statement making reference to the bylaws is acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6052.

Hope Sims
Corporate Specialist

Letter Number: 195A00002078

95 JAN 18 PM 1:03
FILED

ARTICLES OF INCORPORATION

OF

NANCY AND CHARLES GANZ FAMILY SUPPORTING FOUNDATION, INC.

FIRST: The name of the Corporation shall be the CHARLES AND NANCY GANZ FAMILY SUPPORTING FOUNDATION, INC. (hereinafter the "Corporation").

SECOND: The initial registered office of the Corporation is 4200 Biscayne Boulevard, Miami, FL 33137, and its incorporator and initial registered agent at that address is Penny Marlin. This address shall also serve as the principal office and mailing address of the "corporation."

THIRD: The Corporation is organized and shall be operated exclusively for charitable, educational or religious purposes by conducting or supporting activities for the benefit of, to perform the functions of, or to carry out the purposes of the Greater Miami Jewish Federation (hereinafter the "Federation") and its agencies. In addition, it may also from time to time make distributions to other entities qualified for tax-exempt status under Section 501(c)(3) and Sections 509(a)(1) or (a)(2) of the Internal Revenue Code of 1986, as amended (hereinafter the "Code"), the Corporation shall be operated exclusively for the benefit of, to perform the function of, or to carry out the purposes of one or more qualified organizations as shall be selected by the Board of Directors of the Corporation.

FILED
JUL 19 1993

Solely for the above purposes, the Corporation is empowered to exercise all rights and powers conferred by the laws of the State of Florida upon non-profit corporations, including, but without limitation thereon, to receive gifts, devises, bequests and contributions in any form, and to use, apply, invest and reinvest the principal and income therefrom or distribute the same for the above purposes.

FOURTH: No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to the Corporation's Directors, officers or private individuals, but the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered or expenses incurred and to make payments and distributions in furtherance of the purposes set forth in Article THIRD hereof. No Director or officer, however, shall be entitled to compensation for services rendered.

FIFTH: It is intended that this Corporation shall have the status of a corporation which is exempt from federal income taxation under Section 501 (a) of the Code as an organization described in Section 501 (c) (3) of the code, and which is other than a private foundation by reason of being described in Section 509(a) (3) of the Code. These Articles shall be construed accordingly, and all powers and activities of the Corporation shall be limited accordingly. The Corporation shall not carry on propaganda or otherwise attempt to influence legislation to such extent as would result in loss of its exemption from Federal income tax under Section 501 (c) (3) of the Code. Further, 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.

SIXTH: The Directors shall be such persons who from time to time meet the qualifications provided in this Article SIXTH. There shall initially be "7" Directors. Each Director shall be entitled to one vote upon any matter properly submitted to the Directors for their vote. "4" of the Directors shall be termed the "Federation Directors". The initial Federation Directors and their respective addresses are:

Jeff Bercow	200 South Biscayne Boulevard Suite 3300 Miami, FL 33131
Robert Gilbert	1101 Brickell Avenue Suite 1100 Miami, FL 33131
Steve Habib	2601 S. Bayshore Drive Suite 1450 Miami, FL 33133
Jacob Solomon	4200 Biscayne Boulevard Miami, FL 33137

The other Directors shall be termed the "FAMILY Directors". The initial Family Directors and their respective addresses are:

Charles Ganz	2875 N.E. 191st Street Penthouse 1 North Miami Beach, FL 33180
Nancy Ganz	2800 Island Boulevard Apt. 1705 North Miami Beach, FL 33160
Joseph Smith	201 S. Biscayne Boulevard Miami, FL 33131

Any Federation Director may, at any time, be removed with or without cause by the Board of Directors of the Federation. A vacancy among the Federation Directors may be filled temporarily, by the remaining Federation Directors, and permanently by the Board

of Directors of the Federation. A vacancy among the "FAMILY Directors" shall be filled in a timely manner by the remaining family members. The "7" Foundation Directors may at any time agree to increase or decrease the total number of Directors (up to nine (9)) provided that (a) a majority of the Federation and Family Directors approve the change and (b) there remains at least one more member of the Federation Directors than of the Family Directors.

SEVENTH: The affirmative vote of two-thirds of the Directors shall be required to adopt or approve the following actions:

- (i) Liquidation or dissolution of the Corporation;
- (ii) Merger, consolidation or transfer of substantially all the assets of the Corporation; or
- (iii) Repeal, modification, amendment, in whole or in part, or addition to the Articles of Incorporation or Bylaws of the Corporation or adoption of new Articles of Incorporation or Bylaws.
- (iv) Change in the number of Directors.

The notice of the meeting at which any such action is to be considered shall set forth the subject of the action or actions to be approved.

EIGHTH: Except as provided in Article SEVENTH the affirmative vote of a majority of the Directors shall be required for the authorization or taking of any action by the Directors.

NINTH: There will not be any members of the Corporation

TENTH: Upon the dissolution of the Corporation, the Directors shall, after paying and making provisions for the payment of all of the liabilities of the corporation, distribute all of the assets of the corporation to the Federation, it is then a qualified organization. If the Federation is not a qualified organization, then the assets of the corporation shall be distributed in such manner as the Corporation's Directors shall determine, but only to qualified organizations. If a qualified organization can not be agreed upon by the Directors, the Directors shall transfer all of the assets of the Corporation to a court of competent jurisdiction for disposition.

IN WITNESS WHEREOF, I have hereunto subscribed my name at Miami, Florida,
this 5th day of July, 1994.

Supporting
Nancy & Charles Ganz Family Foundation, Inc.

A Florida Not for Profit Organization

By: Penny Marden

Attest: As sole incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

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 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.

Penny Marlin
Penny Marlin, Registered Agent

Date: 7/5/94

FILED
JUN 18 PM 1:03

N9500000564

FLORIDA DEPARTMENT OF STATE

Sandra B. Morham
Secretary of State

August 6, 1997

NANCY AND CHARLES GANZ FAMILY SUPPORTING FOUNDATION, IN
4200 BISCAYNE BLVD
MIAMI, FL 33137

SUBJECT: NANCY AND CHARLES GANZ FAMILY SUPPORTING
FOUNDATION, INC.
Ref. Number: N9500000564

Debit Memo #: 80427-B

This is to inform you that check #142 in the amount of \$70.00 submitted with the annual report for NANCY AND CHARLES GANZ FAMILY SUPPORTING FOUNDATION, INC. has been returned by your bank because of ACCOUNT CLOSED.

We request you remit a cashier's check or money order, referencing the above named debit memo number, in the amount of \$85.00 made payable to the Department of State to cover the unpaid fees and service charge.

Section 607.1421 or 617.1421, Florida Statutes, requires at least 60 day notice of our intent to administratively dissolve or revoke your corporation for failure to file the annual report and pay the filing fee. Consider this your 60 day notice if the payment is not received, your corporation will be administratively dissolved or revoked on or after October 6, 1997 and a reinstatement fee of an additional \$175 will be imposed to reactivate the corporation.

Please send the replacement check to my attention at the address listed below.

If you have any questions concerning the filing of your document, please call (850) 487-6057.

Pat Bailey
Accountant I

Letter Number: 697A00040027