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NAME: COURTNEY ANNE POSTMA MEMORIAL FOUNDATION, IN

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**ARTICLES OF INCORPORATION  
OF  
COURTNEY ANNE POSTMA MEMORIAL FOUNDATION, INC.  
(A Not For Profit Corporation)**

The undersigned, acting as Incorporator of COURTNEY ANNE POSTMA MEMORIAL FOUNDATION, INC., a corporation under the Florida Not For Profit Corporation Act, hereby adopts the following Articles of Incorporation for such Corporation:

**ARTICLE I  
NAME**

The name of the Corporation shall be COURTNEY ANNE POSTMA MEMORIAL FOUNDATION, INC. The initial principal office shall be located at: c/o Thomas M. Clark, Esquire, Clark & Scholnik, P.A. The mailing address of the Corporation shall be 2400 East Commercial Boulevard, Suite 820, Fort Lauderdale, Florida 33308.

**ARTICLE II  
PURPOSE**

The purpose of the Corporation is to operate exclusively as a charitable corporation within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. In furtherance of this purpose, the Corporation will develop and provide programs which are designed to provide psychological, social and educational assistance to troubled or disadvantaged youths and may grant charitable contributions to other organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, engaged in providing similar programs.

**ARTICLE III  
POWERS**

The Corporation shall have the power to acquire, own, maintain and use its assets for the purposes for which it is organized, to raise funds by any legal means for the encouragement of its purposes; to acquire, hold, own, use, and dispose of real or personal property in connection with the purposes of the Corporation; to exercise all powers necessary or convenient to the furtherance of the

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purposes for which the Corporation is organized, and shall have such other powers as are granted to corporations not-for-profit under Florida Statutes and case law.

#### **ARTICLE IV** **LIMITATIONS**

A. No earnings of the Corporation shall inure in whole or in part to the benefit of private individuals, except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes.

B. No substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation.

C. Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 and its regulations, as they now exist or as they may hereafter be amended, or by an organization, the contributions to which are deductible under Section 170(c)(2) of such Code and regulations as they now exist or as they may hereafter be amended.

#### **ARTICLE V** **DISTRIBUTION OF SURPLUS ON LIQUIDATION**

Upon the liquidation, dissolution or other discontinuance of the charitable activities and operations of the Corporation, no surplus remaining after payment of the just debts and liabilities of the Corporation shall be distributed to or among the members of the Board of Trustees or any Officers of the Corporation, but after making provision for the payment of all of the liabilities of the Corporation, the remaining assets shall be distributed, as selected by the Board of Trustees, to such other organization or organizations as are exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue law.

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**ARTICLE VI  
INCORPORATOR**

The name of the Incorporator of this Corporation is Thomas M. Clark, Esquire, and the address of said Incorporator is 2400 East Commercial Boulevard, suite 820, Fort Lauderdale, Florida 33308.

**ARTICLE VII  
OFFICERS**

The affairs of the Corporation shall be managed by the Officers of the Corporation, consisting of a President, Secretary, Treasurer and such other Officers as shall be hereafter provided for in the By-Laws of the Corporation. The Officers of the Corporation shall be elected each year by vote of the Board of Trustees. The Officers of the Corporation shall have the sole and exclusive right to manage the affairs of the Corporation, except as shall be otherwise provided by law, the By-Laws of the Corporation or these Articles of Incorporation, or as may be otherwise reserved to the Board of Trustees.

**ARTICLE VIII  
BOARD OF TRUSTEES**

A. The number of persons constituting the Board of Trustees shall be four (4). The number of members of subsequent Boards shall be determined as provided in Paragraph C of this Article.

B. The names and addresses of the initial Board of Trustees are as follows:

**NAME****ADDRESS**

HERBERT F. POSTMA, JR.

4401 South Ocean Boulevard  
Highland Beach, FL 33487

JEAN M. POSTMA

4401 South Ocean Boulevard  
Highland Beach, FL 33487

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TIFFANY M. POSTMA

4401 South Ocean Boulevard  
Highland Beach, FL 33487

JONATHAN G. POSTMA

4401 South Ocean Boulevard  
Highland Beach, FL 33487

C. The Trustees of the Corporation may, in their discretion, by majority vote of the Trustees present at a duly convened meeting of the Board of Trustees, determine to increase or decrease the number of members of the Board of Trustees, but in no event shall such number be less than three (3). In the event that a vacancy occurs on the Board or the Board votes to increase the number of members on the Board, the remaining Trustees shall elect, by majority vote, an individual to serve on the Board to fill the vacancy or as the additional member of the Board. Otherwise, Trustees shall be elected as provided in the By-Laws.

D. All powers of the Board of Trustees in the management of the affairs of this Corporation shall be exercised by the Officers of the Corporation, except as shall be otherwise provided by law, the By-Laws of the Corporation or these Articles of Incorporation, or as may be otherwise reserved to the Board of Trustees.

#### **ARTICLE IX** **BY-LAWS**

By-Laws shall be adopted, altered, amended or repealed by majority vote of the Board of Trustees and as provided in the By-Laws themselves. The By-Laws may contain any provision for the regulation and management of the affairs of the Corporation not inconsistent with Florida law or the Articles of Incorporation.

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**ARTICLE X**  
**REGISTERED OFFICE AND AGENT**

The street address of the registered office of the Corporation is 2400 East Commercial Boulevard, Suite 820, Fort Lauderdale, Florida 33308, and the name of the registered agent of the Corporation at that address is Thomas M. Clark, Esquire.

IN WITNESS WHEREOF, the Incorporator has hereunto fixed his signature this 3<sup>rd</sup> day of September, 1996.

  
Thomas M. Clark, Esquire, Incorporator

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**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

The undersigned, named as the registered agent in Article X of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under the Florida Not For Profit Corporation Act.

  
Thomas M. Clark, EsquireDated: September 3, 1996

FILED  
SEP - 3 PM 5:00  
STATE  
TALLAHASSEE, FLORIDA

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