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NEIMARK, GREENE & NADEL

PROFESSIONAL ASSOCIATION

SUITE 602
800 CORPORATE DRIVE
FORT LAUDERDALE, FLORIDA 33334

TELEPHONE (954) 493-8000
TELEFAX (954) 493-8505

November 20, 1996

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Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: The Clark Foundation, Inc.
A Florida NonProfit Corporation
Our File No.: 820-703-5CC

Dear Sir/Madam:

Enclosed is an original and one copy of the Articles of Incorporation of The Clark Foundation, Inc., A Florida Non-Profit Corporation. Also enclosed is our check in the amount of \$122.50 to cover the charges for filing fees, certification and registered agent.

Please return a "true certified copy" of the Articles of Incorporation showing that they have been received and filed. We have enclosed a self-addressed, stamped envelope for your convenience in returning same.

Thank you for your cooperation.

Very truly yours,

NEIMARK, GREENE & NADEL, P.A.

By 
CORT A. NEIMARK

CAN:dp
Enclosures

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FILED
96 NOV 25 PM 2:24
TALLAHASSEE, FLORIDA
16

ARTICLES OF INCORPORATION
OF
THE CLARK FOUNDATION, INC.
A FLORIDA NONPROFIT CORPORATION

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96 JUN 25 PM 2:21
TALLAHASSEE, FLORIDA

ARTICLE ONE

NAME

The name of the Corporation is THE CLARK FOUNDATION, INC.

ARTICLE TWO

PRINCIPAL OFFICE AND ADDRESS

The address of the principal office of the corporation is 1702 N.W. 124th Way Coral Springs, FL 33071, and the mailing address of the corporation is the same.

ARTICLE THREE

DURATION

The term of existence of the Corporation is perpetual and the corporate existence will commence upon the filing of these articles by the Department of State.

ARTICLE FOUR

CORPORATE PURPOSE

The purposes for which this corporation is formed are:

(1) Primarily to support, foster and encourage medical research for the discovery of cures to alleviate sickness and human suffering; to assist educational institutions in providing training and education to students; to provide funding for the arts and to provide assistance and support to organizations which offer relief to victims of natural or manmade disasters.

(2) Generally to have and exercise all rights and powers conferred on nonprofit corporations under the laws of the State of Florida, or which may hereafter be conferred, including the power to contract, rent, buy, or sell personal or real property; provided, however, that this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purpose of this corporation.

(3) Notwithstanding any of the above statements of purposes and powers, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purpose of this corporation.

ARTICLE FIVE

RESTRICTIONS ON CORPORATE ACTIVITIES

(1) The purposes for which the corporation is organized are to receive and maintain real or personal property, or both, and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary, or educational purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended.

(2) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, any Director, Officer, or member of the corporation, or any other private individual (except that reasonable compensation may be paid for services rendered to or for the corporation, and reasonable expenses may be paid thereto, affecting one or more of the corporation's purposes), and no Director or Officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. No substantial part of the activities of the corporation shall include the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall neither participate nor intervene (including the publication or distribution of statements) in any political campaign on behalf of any candidate for public office, at any time.

(3) The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by Section 4942 of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

(4) The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

(5) The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

(6) The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

(7) The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

(8) Notwithstanding any other provision 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 from taxation under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and the Regulations as they now exist or as they may hereafter be amended.

(9) Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the highest state court of general jurisdiction located in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as the Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE SIX

DIRECTORS

The method of election of the directors of the Corporation is set forth in the bylaws.

ARTICLE SEVEN

REGISTERED OFFICE AND AGENT

The initial registered office of the Corporation shall be located at 800 Corporate Drive, Suite 602, Ft. Lauderdale, FL 33334. The initial registered agent of the Corporation at that address shall be Cort A. Neimark.

ARTICLE EIGHT

INCORPORATORS

The names and residence addresses of the incorporators are:

Name	Address
WILLIS W. CLARK	1702 N.W. 124th Way, Coral Springs, FL 33071
MARY LOU CLARK	1702 N.W. 124th Way, Coral Springs, FL 33071
CLAUDIA ATTARIAN	1782 N.W. 124th Way, Coral Springs, FL 33071

IN WITNESS WHEREOF, we have subscribed our names this 20th day of November, 1996.

Willis W. Clark [SIGNATURE]
WILLIS W. CLARK, Incorporator

Mary Lou Clark [SIGNATURE]
MARY LOU CLARK, Incorporator

Claudia Attarian [SIGNATURE]
CLAUDIAATTARIAN, Incorporator

COMMENCEMENT OF CORPORATE EXISTENCE

Pursuant to Florida Statutes, this Corporation shall commence its corporate existence upon filing.

Willis W. Clark
WILLIS W. CLARK, INCORPORATOR


MARYLOU CLARK, INCORPORATOR

Claudia Attarian
CLAUDIAATTARIAN, INCORPORATOR

STATE OF FLORIDA
COUNTY OF BROWARD

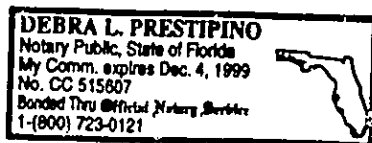
I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared WILLIS W. CLARK, MARY LOU CLARK, and CLAUDIA ATTARIAN to me known to be the persons described as incorporators in and who executed the foregoing Articles of Incorporation and who swore and acknowledged that they executed the foregoing Articles of Incorporation for the purposes therein set forth.

WITNESS my hand and official seal.

[Signature]
Notary Public

set forth.

Debra Prestipino
Notary Public
DEBRA PRESTIPINO
Print, stamp or type as commissioned
☒ Personally known to me, or
☐ Produced Identification:
(type of identification)



CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That THE CLARK FOUNDATION, INC., desiring to organize under the laws of the State of Florida, with its Registered Office as indicated in the Articles of Incorporation at 800 Corporate Drive, Suite 602, Ft. Lauderdale, FL 33334, and Cort A. Neimark as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT

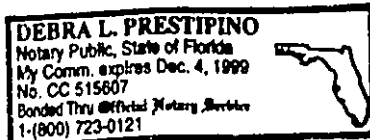
Having been named to accept service of process for the above-stated corporation at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

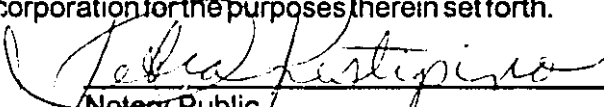

CORT A. NEIMARK, REGISTERED AGENT

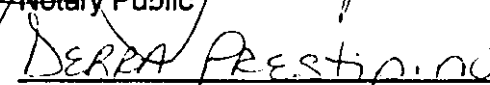
STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared CORTA. NEIMARK, to me known to be the person described as Registered Agent in and who executed the foregoing Articles of Incorporation and who swore and acknowledged that she executed the foregoing Articles of Incorporation for the purposes therein set forth.

WITNESS my hand
and official seal.




Notary Public


Print, stamp or type as commissioned

☐ Personally known to me, or
☐ Produced Identification:

(type of identification)

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