

CONTACT:

OFFICE USE ONLY Document #

UCC FILING & SEARCH SERVICES, INC.

(Requestor's Name)

526 EAST PARK AVENUE

(Address)

TALLAHASSEE FL 32301

(City, State, Zip)

(904) 681-6528

(Phone #)

500002014615--0

-11/26/96--01115--001

****122.50 ****122.50

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1 Martin L and Sara Solomon Foundation
(Corporation Name) (Document #)

2 _____
(Corporation Name) (Document #)

3 _____
(Corporation Name) (Document #)

4 _____
(Corporation Name) (Document #)

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☐ Certificate of Status

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☐ ARTICLES ONLY

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☐ Certificate of FICTITIOUS NAME

☐ FICTITIOUS NAME SEARCH

☐ CORP SEARCH

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R A, Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

**HOLD FOR
PICKUP BY
UCC SERVICES**

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 27, 1996

UCC FILING & SEARCH SERVICES, INC.
526 E. PARK AVENUE
TALLAHASSEE, FL 32301

SUBJECT: MARTIN L. AND SARA SOLOMON FOUNDATION
Ref. Number: W96000025017

*resubmitted
12/2/96*

We have received your document for MARTIN L. AND SARA SOLOMON FOUNDATION and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name of the corporation must contain a corporate suffix. This suffix may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

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) 487-6926.

Teresa Brown
Corporate Specialist

Letter Number: 396A00053685

FILED

96 DEC -2 PM 2:35

ARTICLES OF INCORPORATION

The undersigned, acting as incorporator(s) of a corporation pursuant to chapter 617, Florida Statutes, adopt(s) the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation shall be:

Martin L. and Sara Solomon Foundation, Inc.

ARTICLE II

Principle place of business and mailing address

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

2665 South Bayshore Drive, #906
Coconut Grove, FL 33133

ARTICLE III

Purpose(s)

The specific purpose(s) for which the corporation is organized is (are):

To provide grants for, or otherwise support programs for homeless people, abused children and the performing arts, and to engage in any and all activities in connection with such purposes.

ARTICLE IV
Manner of election of directors

The manner in which the directors are elected or appointed is as follows:

Initial directors shall be appointed by the sole incorporator. Thereafter, directors shall be elected by the preceding board.

ARTICLE V
Limitation of corporate powers

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes.

ARTICLE VI
Initial registered agent and street address

The name and the street address of the initial registered agent is:

NRAI Services, Inc.
526 East Park Avenue
Tallahassee, Florida 32301
County of Leon

ARTICLE VII
Incorporators

The name and the street address of the incorporator for these articles of incorporation is (are):

Martin L. Solomon
2665 South Bayshore Drive, #906
Coconut Grove, FL 33133

The undersigned incorporator has executed these Articles of Incorporation this 30th
day of October, 1996.

Signature of Incorporator:

Martin L. Solomon

Martin L. Solomon

63070-2 87 0:35

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Martin L. and Sara Solomon Foundation, Inc.

2. The name and address of the registered agent and office is:

NRAI Services, Inc.

(Name)

526 E. Park Avenue

(P.O. Box not acceptable)

Tallahassee, FL 32301

(City/State/Zip)

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.

Betty B. Young
(Signature)

Betty B. Young, Asst. Secretary

November 26, 1996

CONTACT:

OFFICE USE ONLY (Document #)

UCC FILING & SEARCH SERVICES, INC.

(Requestor's Name)

526 EAST PARK AVENUE

(Address)

TALLAHASSEE FL 32301

(City, State, Zip)

(904) 681-6528

(Phone #)

OFFICE USE ONLY ***35.00 *****35.00

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1 Martin L. and Sara Solomon Foundation
(Corporation Name) (Document #)

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UCC SERVICES**

Examiner's Initials

FILED
96 DEC 20 PM 4:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
-12/20/96-01093--016
OFFICE USE ONLY ***35.00 *****35.00

RECEIVED
96 DEC 20 PM 2:26
DIVISION OF CORPORATION

[Handwritten signature]
12/24/96
[Handwritten initials]

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

MARTIN L. AND SARA SOLOMON FOUNDATION, INC.

FILED
96 DEC 20 PM 4:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment adopted:

Article I, relating to the name of the Corporation is amended to read as follows:

“ **ARTICLE I**

The name of the corporation shall be:

The Solomon Family Foundation, Inc.”

SECOND: The date of adoption of amendment was: December 2, 1996.

THIRD: Adoption of Amendment was by the unanimous written consent of the sole incorporator, there being no members or directors.

FOURTH: The effective date of this amendment shall be December /2 , 1996.

THE SOLOMON FAMILY FOUNDATION, INC.

Corporation Name



MARTIN L. SOLOMON

Type or Print Name

SOLE INCORPORATOR

Title

DECEMBER /2, 1996

Date

N96000006088

TALLAHASSEE FL 32301 (904) 681-6528
(City, State, Zip) (Phone #)

03/05/07 0112-024
 ***87.80 ***87.50

OFFICE USE ONLY

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(Corporation Name) (Document #)

2 at. search permission
(Corporation Name) (Document #)

3 Advent filing game
(Corporation Name) (Document #)

4 add 3/6/97
(Corporation Name) (Document #)

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Examiner's Initials

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

THE SOLOMON FAMILY FOUNDATION, INC.

FILED
ST. JAMES - 5 PM 3:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P.uant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendments adopted:

(a) To amend Article III, relating to the purposes of the Corporation to read as follows:

(b) To do any other act or thing incidental to or connected with the foregoing purposes or in advancement hereof, but not for the pecuniary profit or financial gain of its members, directors or officers, except as permitted under Article 5 of the Not-for-Profit Corporation Law.

(c) To provide financial aid to recognized charitable, educational, scientific organizations, hospitals and schools which have been granted tax exemption under laws of the United States Government and generally to provide financial aid and assistance to organizations working with homeless people, abused children and/or the performing arts.

(d) Conducting any and all lawful activities which may be necessary, useful or desirable for the furtherance or accomplishment of the foregoing purposes and as are lawful for not-for-profit corporations.

(e) Notwithstanding any other provision herein, the Corporation is organized exclusively for charitable purposes as specified in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code") and shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(a) of the Code by reason of being described in Section 501(c)(3) of the Code or corresponding provisions in subsequent tax laws. It is the intention of the Corporation at all times to qualify and remain qualified as exempt from income tax under Section 501(a) of the Code by reason of being an organization described in Section 501(c)(3) of the Code. Accordingly:

(i) No part of the net earnings of the Corporation shall inure to the benefit of any officer, trustee or director of the Corporation, or any private person, corporate or individual (except that reasonable compensation may be paid for services rendered to or for the Corporation in furtherance of one or more of its purposes), and no trustee or officer of the Corporation or any private person, corporate or individual, or any other private interest, shall be entitled to share in the distribution of any of the corporate property or assets on dissolution of the Corporation or under any other circumstances; nor shall any of such net earnings nor any of the property or assets of the Corporation be used other than for the purposes of the Corporation.

(ii) No substantial part of the activities of the Corporation shall be carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise permitted by Section 501(h) of the Code and the laws of the State of New York), or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

(iii) In the event of liquidation, dissolution, termination or winding up of the Corporation, whether voluntary or involuntary or by operation of law, and after the payment of just debts, liabilities and any subventions, all of the remaining assets and property of the Corporation shall, after necessary expenses thereof, be distributed to another organization exempt under Section 501(c)(3) of the Code, or to the Federal government, or state or local government for a public purpose.

(f) In any taxable year in which the corporation is a private foundation as described in Section 509(a) of the Code, the corporation shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Code; and the corporation shall not (a) engage in any act of self-dealing as defined in Section 4941(d) of the Code; (b) retain any excess business holdings as defined in Section 4943(c) of the Code; (c) make any investments in such manner as to subject the corporation to tax under Section 4944 of the Code; or (d) make any taxable expenditures as defined in Section 4945(d) of the Code or corresponding provisions of any subsequent Federal tax laws.

SECOND: The date of adoption of amendment was: February 28, 1997.

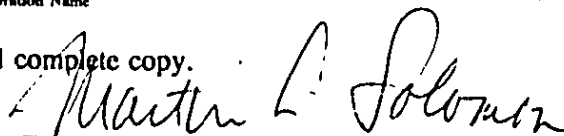
THIRD: Adoption of Amendment was by the unanimous written consent by the Board of Directors, there being no members.

FOURTH: The effective date of this amendment shall be February 28, 1997.

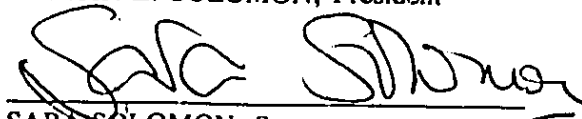
THE SOLOMON FAMILY FOUNDATION, INC.

Corporation Name

The foregoing is a true and complete copy.



MARTIN L. SOLOMON, President



SARA SOLOMON, Secretary

Dated: February 28, 1997