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NAME: MARIE ORSINI-PENTA FOUNDATION, INC.

AUDIT NUMBER.....H98000015466

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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**ARTICLES OF INCORPORATION  
OF  
MARIE ORSINI - PENTA FOUNDATION, INC.**

The undersigned, acting as incorporator of a corporation under Florida Not-For-Profit Corporation Act, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I**

The name of the corporation is MARIE ORSINI - PENTA FOUNDATION, INC., having its principal place of business at 5100 N. Ocean Boulevard, Suite 911-913, Fort Lauderdale, Florida 33308.

**ARTICLE II**

The period of duration of the corporation is perpetual.

**ARTICLE III**

The purpose or purposes for which the corporation is organized are to engage in any activity or business permitted under the laws of the United States and of this State including, but not limited to philanthropic works and/or the collection of funds for philanthropic works, benefitting orphans, abused and neglected children and/or battered and abused women.

**ARTICLE IV**

It is intended that this corporation shall be a tax exempt charitable corporation pursuant to §501(c) of the Internal Revenue Code.

Prepared By:  
Louise E. Tudzarov  
Tudzarov & Greenberg, P.A.  
345 W. Oakland Park Blvd.  
Fort Lauderdale, FL 33311  
954-561-2709  
Fla. Bar No: 336033

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#### ARTICLE V

The address of this corporation's initial registered office is 345 W. Oakland Park Blvd., Fort Lauderdale, Florida 33311 and the name of its registered agent at said address is Tudzarov & Greenberg, P.A.

#### ARTICLE VI

The number of directors and officers constituting its initial Board of Directors are three, whose names are as follows:

James A. Penta  
President/Director

5100 N. Ocean Blvd., Suite 911-913  
Fort Lauderdale, FL 33308

Kim Marie Penta  
Vice President/Director

5100 N. Ocean Blvd., Suite 911-913  
Fort Lauderdale, FL 33308

Phyllis M. Penta  
Secretary/Treasurer/Director

5100 N. Ocean Blvd., Suite 911-913  
Fort Lauderdale, FL 33308

The Board shall thereafter be comprised of three members, the terms of whom and the method of their election shall be stated in the Bylaws of this corporation.

#### ARTICLE VII

The name and address of the incorporator is:

Louise E. Tudzarov

345 W. Oakland Park Blvd.  
Fort Lauderdale, FL 33311

#### ARTICLE VIII

The qualifications for membership in this corporation and the manner in which members shall be selected shall be as set forth in the Bylaws of the corporation.

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**ARTICLE IX**

The power to adopt, alter, amend or repeal these Articles and the By-Laws of this corporation shall be vested in its Board of Directors.

**ARTICLE X**


This corporation shall not pay dividends and no part of the income or profit of this corporation shall be distributed to its members, directors or officers. The corporation may pay compensation in a reasonable amount to its members, directors or officers for services rendered, and may confer benefits upon its members in conformity with its purpose; provided, however, no such benefit or compensation shall be made which would be in conflict with its objective of being a tax-exempt charitable organization.

**ARTICLE XI**

Pursuant to Florida Statute Section 617.0123, the effective date of the commencement of corporate existence is the date these Articles are filed with the Department of State, as evidenced by the date and time endorsement hereon.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation at Fort Lauderdale, Broward County, Florida on the 19th day of August, 1998.

Incorporator:

  
LOUISE E. TUDZAROV

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STATE OF FLORIDA  
COUNTY OF BROWARD

BEFORE ME, the undersigned, personally appeared Louise E. Tudzarov, who is personally known to me to be the person and who subscribed the above Articles of Incorporation, and she did freely and voluntarily acknowledge before me according to law that she made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my office seal in the County and State aforesaid this 19th day of August, 1998.

Kimberly A. Wynn  
NOTARY PUBLIC, STATE OF FLORIDA  
Printed Name: Kimberly A. Wynn

My Commission Expires:

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

In pursuance of Section 617.0202(f) and 617.0501, Florida Statutes, the following is submitted in compliance with said Act:

First that MARIE ORSINI - PENTA FOUNDATION, INC., a Florida not-for-profit corporation, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Fort Lauderdale, County of Broward, State of Florida, has named Tudzarov & Greenberg, P.A. located at 345 W. Oakland Park Boulevard, Fort Lauderdale, Broward County, Florida, as its agent to accept service of process within this state.

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

REGISTERED AGENT:

TUDZAROV & GREENBERG, P.A.

By   
LOUISE E. TUDZAROV, President

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Louise E. Tudzarov  
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