



**THE UNITED STATES  
CORPORATION  
COMPANY**

*N 9900007681*

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99 DEC 30 PM 3:49

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 531031 8644A

AUTHORIZATION : *Patricia Pizeto*

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ORDER DATE : December 28, 1999

ORDER TIME : 11:13 AM

ORDER NO. : 531031-005

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CUSTOMER NO: 8644A

CUSTOMER: H. Dohn Williams, Jr., Esq  
H. DOHN WILLIAMS, JR., ESQ  
H. DOHN WILLIAMS, JR., ESQ  
P.o. Box 1722

Fort Lauderdale, FL 33302-1722

DOMESTIC FILING

NAME: NINA BAIONI FOUNDATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

*Angie Glisar* GAVE

EXAMINER'S INITIALS:

*PH 12/30/99*

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99 DEC 30 PM 12:18  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

AUTHORIZATION BY PHONE TO  
*add acceptance of RT*

DATE: *PH 12/30/99*  
DOCUMENT

ARTICLES OF INCORPORATION

OF

NINA BAIONI FOUNDATION, INC.  
A NONPROFIT CORPORATION

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We, the undersigned, with other persons being desirous of forming a nonprofit corporation, under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

ARTICLE I.

The name of the corporation shall be:

NINA BAIONI FOUNDATION, INC.

The address of the principal office of this corporation shall be 200 Holiday Drive, Hallandale, Florida 33009, and the mailing address of the corporation shall be the same.

ARTICLE II.

The general purpose of the business or businesses to be transacted by this corporation, together with and in addition to the authority and powers conferred by the laws of the State of Florida is to provide scholarships to students.

ARTICLE III.

The manner in which the directors are to be elected or appointed is as stated in the by-laws.

ARTICLE IV.

This corporation is to exist perpetually.

Said corporation is organized exclusively for charitable, religious, educational, literary and scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue Law.

Notwithstanding any other provision of these articles, this corporation will not carry on any other activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue Law.

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or local government for exclusive public purpose.

ARTICLE V.

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have three directors, initially. The name and street addresses of the initial members of the Board of Directors are:

Nikki Ippolito  
Dir.

200 Holiday Drive  
Hallandale, Florida 33009

Gloria Ippolito  
Dir.

200 Holiday Drive  
Hallandale, Florida 33009

H. Dohn Williams, Jr.  
Dir.

721 N.E. 3rd Avenue  
Fort Lauderdale, Florida 33304

ARTICLE VI.

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Nikki Ippolito  
President

200 Holiday Drive  
Hallandale, Florida 33009

Gloria Ippolito  
Vice President

200 Holiday Drive  
Hallandale, Florida 33009

ARTICLE VII.

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida, 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

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TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company has hereunto set their hand and seal of Corporation Service Company and is familiar with an and accepts the obligations of the position of Registered Agent.  
Date: December 28, 1999

Corporation Service Company

By: Laura R. Dunlap  
Its agent, Laura R. Dunlap

ARTICLE VIII.

The incorporator of these Articles of Incorporation is H. Dohn Williams, whose address is 721 N.E. 3rd Avenue, Fort Lauderdale, Florida 33304.

I, the undersigned, being the original Incorporator of the foregoing corporation, do hereby certify that the foregoing constitutes the proposed Articles of Incorporation of H. Dohn Williams, and I hereby declare and certify that the facts herein stated are true.

H. Dohn Williams 12/29/99  
H. Dohn Williams, Incorporator