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Division of Corporations

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DIVISION OF CORPORATIONS
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Florida Department of State
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FLORIDA PROFIT/NON PROFIT CORPORATION

S4 foundation Inc.

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TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: S4 foundation Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☒ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Daniela Balan, Legalzoom.com, Inc.
Name (Printed or typed)

7083 Hollywood Blvd. Ste. 180
Address

Los Angeles, CA 90028
City, State & Zip

323.962.8600 x 218
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

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ARTICLES OF INCORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit)

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ARTICLE I NAME

The name of the corporation shall be:

S4 foundation Inc.

ARTICLE II PRINCIPAL OFFICE

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

20401 NW 2nd Avenue, Miami, FL 33169

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

Please see attached

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

The method by which the directors of the corporation are elected or appointed will be stated in the bylaws.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List name(s), address(es) and specific title(s):

Nerissa Mclean-Toney, 20401 NW 2nd Avenue, Miami, FL 33169, President
 Pamela Powell, 20401 NW 2nd Avenue, Miami, FL 33169, Treasurer
 Lamara Silvera, 20401 NW 2nd Avenue, Miami, FL 33169, Secretary
 Glenroy Powell, 20401 NW 2nd Avenue, Miami, FL 33169, Director

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESSThe name and Florida street address of the registered agent is:

Pamela Powell
 2041 Quail Roost Drive
 Weston, FL 33327

ARTICLE VII INCORPORATORThe name and address of the Incorporator is:

Daniela Balan, Legalzoom.com, Inc., 7083 Hollywood Blvd. Ste. 180, Los Angeles, CA 90028

 Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Pamela Powell
 Signature/Registered Agent Pamela Powell

7/17/06
 Date

(D)
 Signature/Incorporator Daniela Balan, LegalZoom.com, Inc., Asst. Secretary

7/26/06
 Date

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**Attachment to
Articles of Incorporation of
S4 foundation Inc.**

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code. This Corporation shall be a nonprofit corporation. The specific purpose for which this corporation is organized is for Public Fund Raising for charitable donations.

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these articles.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

All references to sections of the Internal Revenue Code shall include such sections as of the date hereof and the corresponding section of any future federal tax code.

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**ARTICLES OF INCORPORATION
OF
TOWN CENTER of TOMORROW, INC.
A Florida "Not for Profit" Corporation**

The undersigned, acting as Incorporator of a corporation under Chapter 617 of Florida Statutes, adopts the following Articles of Incorporation:

NAME OF CORPORATION: The name of the corporation shall be "Town Center of Tomorrow, Inc."

PRINCIPAL OFFICE: The principal office of the corporation is located at 740 Durion Ct, Sanibel, Florida 33957.

MAILING ADDRESS: The mailing address of the corporation is Town Center of Tomorrow, Inc., 740 Durion Ct, Sanibel, FL 33957

REGISTERED AGENT: The name of the registered agent of the corporation is David M. Platt. The address of this registered agent is Island Medical & Business Center, 1648 Periwinkle Way, Suite B, Sanibel, FL 33957. This Corporation shall have the right to change such registered agent and registered office as provided by law.

DURATION/MEMBERSHIP: The period of duration is perpetual. The qualification for members, if any, and the manner of their admission shall be regulated by the bylaws.

BOARD OF DIRECTORS: The method of selection of the Board of Directors and number of directors shall be stated in the bylaws.

INCORPORATORS: The name and address of the incorporator is: Sidney Picker, Jr., 250 Hurricane Lane, Sanibel, FL 33957.

CORPORATE PURPOSES

The purposes for which this corporation is formed are exclusively charitable, educational and scientific:

Whereas the City of Sanibel is a community dedicated to development designed to support a lifestyle (for its residents and visitors) consistent with the preservation and maintenance of the natural environment (both flora and fauna) and ecology of the island of Sanibel, a barrier island in the Gulf of Mexico located in the County of Lee, State of Florida.

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Whereas, consistent with Sanibel's dedication to the preservation of the islands environment and ecology, its City Charter provisions and municipal regulations encourage minimally invasive lightless streets as well as low rise and low land density construction; and

Whereas such low rise low land density Charter provisions and municipal regulations tend to encourage residential development which (1) requires the use of motorized vehicular transportation to access necessary municipal, charitable, cultural and commercial facilities on the island; (2) has led to the development of such facilities along a strip rather than town center axis; and (3) by its scarcity has, in a free market system, provided housing available principally for upper income residents to the substantial exclusion of lower and middle income persons who are employed on or otherwise provide services to the island, its residents and its visitors;

Whereas the cost and time necessary to commute from affordable housing on the mainland adjacent to Sanibel Island has increased to the extent that the island has difficulty attracting necessary lower and middle income employees; and

Whereas elderly island residents wishing to maintain an independent lifestyle while minimizing home maintenance concerns and/or dependency on the use of self-operated motor vehicles leave the island for alternate resident arrangements which provide, by contract at reasonable cost, sufficient services to maintain an independent lifestyle free of formal Nursing or Assisted Living restrictions;

Now therefore, it is the mission of TOWN CENTER OF TOMORROW (TCT) to encourage the development of a resident-based town center in the City of Sanibel (consisting of a barrier island in Lee County, Florida) by supporting (including providing) the establishment and operation, within reasonable walking distance of municipal, cultural and commercial facilities, of: (1) affordable housing for those lower and middle income persons employed in or providing services to Sanibel Island (2) contractually and otherwise provided fully maintained condominium housing together with such allied services as are necessary or convenient (including but not limited to commercial, charitable, cultural and municipal services) sufficient to allow Sanibel senior residents to sustain an independent lifestyle readily accessible to such services, and (3) in connection with the foregoing, whenever appropriate or advisable, to support, cooperate with and/or otherwise encourage the maintenance and expansion of such complimentary commercial, charitable, cultural and municipal services and facilities.

DISSOLUTION: Upon the dissolution of this corporation or the winding up of its affairs, the assets of this corporation be distributed exclusively to charitable,

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5. **DISSOLUTION:** Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code of 1986 to be used exclusively for charitable and educational purposes. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

6. **"PRIVATE FOUNDATION" PROVISIONS:** In the event this Corporation is considered to be a "Private Foundation" by the U.S. Internal Revenue Service under provisions of the United States Code the following provisions apply:

a.) The Corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

b.) The Corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

c.) The Corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

d.) The Corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

e.) The Corporation will not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

EXECUTION

These Articles of Incorporation are hereby executed by the incorporator on this

21st day of July, 2006.

(signature) _____

(name) Sionay Picker, Jr

Articles of incorporation

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named to accept service of process for this corporation, at the place designated in these Articles of Incorporation, I hereby accept the appointment, understand my duties 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.


David M. Platt, Registered Agent