



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form **990-PF**

Return of Private Foundation or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

OMB No 1545-0052

2010Department of the Treasury
Internal Revenue Service

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2010, or tax year beginning **02/01/10**, and ending **01/31/11**

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Name of foundation

Wollowick Family Foundation

Number and street (or P O box number if mail is not delivered to street address)

9050 Pines Blvd

Room/suite

386

City or town, state, and ZIP code

Pembroke Pines**FL 33024**

H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) **\$ 4,717,581**
 J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____ (Part I, column (d) must be on cash basis)

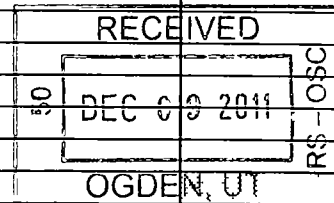
A Employer identification number

59-2469452

B Telephone number (see page 10 of the instructions)

954-889-0075C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	110,295	110,295	110,295	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	73,814			
	b Gross sales price for all assets on line 6a 640,137				
	7 Capital gain net income (from Part IV, line 2)		73,814		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns & allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule) Stmt 1	14,560		14,560		
12 Total. Add lines 1 through 11	198,669	184,109	124,855		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	70,992	56,795		14,198
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) See Stmt 2	37,938	37,938		
	b Accounting fees (attach schedule) Stmt 3	5,169	5,169		
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) Stmt 4	7,282	7,282		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (att. sch)				
	24 Total operating and administrative expenses. Add lines 13 through 23	121,381	107,184	0	14,198
	25 Contributions, gifts, grants paid	374,000			374,000
26 Total expenses and disbursements. Add lines 24 and 25	495,381	107,184	0	388,198	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-296,712				
b Net investment income (if negative, enter -0-)		76,925			
c Adjusted net income (if negative, enter -0-)			124,855		



Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing					
	2 Savings and temporary cash investments			246,802	9,420	9,420
	3 Accounts receivable ▶ Less allowance for doubtful accounts ▶					
	4 Pledges receivable ▶ Less allowance for doubtful accounts ▶					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)					
	7 Other notes and loans receivable (att. schedule) ▶ Less allowance for doubtful accounts ▶	0				
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments—U S and state government obligations (attach schedule)					
	b Investments—corporate stock (attach schedule)					
	c Investments—corporate bonds (attach schedule)					
	11 Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶					
	12 Investments—mortgage loans					
	13 Investments—other (attach schedule) See Statement 5			4,234,033	4,174,703	4,708,161
	14 Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶					
	15 Other assets (describe ▶)					
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)			4,480,835	4,184,123	4,717,581
Liabilities	17 Accounts payable and accrued expenses					
	18 Grants payable					
	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable (attach schedule)					
	22 Other liabilities (describe ▶)					
	23 Total liabilities (add lines 17 through 22)			0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>					
	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	27 Capital stock, trust principal, or current funds					
	28 Paid-in or capital surplus, or land, bldg., and equipment fund					
	29 Retained earnings, accumulated income, endowment, or other funds			4,480,835	4,184,123	
	30 Total net assets or fund balances (see page 17 of the instructions)			4,480,835	4,184,123	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)			4,480,835	4,184,123	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	4,480,835
2 Enter amount from Part I, line 27a	2	-296,712
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	4,184,123
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,184,123

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Worksheet				
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>	2	73,814
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	-1,108

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	403,430	4,078,884	0.098907
2008	508,101	5,425,544	0.093650
2007	590,646	6,919,978	0.085354
2006	557,869	6,810,807	0.081909
2005	669,475	6,935,344	0.096531

2 Total of line 1, column (d)	2	0.456351
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.091270
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	4,605,519
5 Multiply line 4 by line 3	5	420,346
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	769
7 Add lines 5 and 6	7	421,115
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.	8	388,198

Form 990-PF (2010) **Wollowick Family Foundation****59-2469452**Page **4****Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)**

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	1,539
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3 Add lines 1 and 2	3	1,539
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,539
6 Credits/Payments		
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	
b Exempt foreign organizations—tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d	7	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	15
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	1,554
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11 Enter the amount of line 10 to be Credited to 2011 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	X	
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> None		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► BNY Mellon 1450 Brickell Avenue Located at ► Miami	Telephone no ► 305-810-2900 FL ZIP+4 ► 33131		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year	► 15		
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c	N/A
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If "Yes," list the years ► 20 , 20 , 20 , 20	2a	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 22 of the instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	3a	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **N/A** ☐ **5b**

Organizations relying on a current notice regarding disaster assistance check here ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? **N/A** ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No **6b**

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No **6b** **X**

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No **7b**

b If Yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **N/A**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 6				

2 Compensation of five highest-paid employees (other than those included on line 1 — see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

Expenses

1 N/A

2

3

4

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1 N/A

2

All other program-related investments. See page 24 of the instructions

3

Total. Add lines 1 through 3

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	4,545,901
b	Average of monthly cash balances	1b	129,753
c	Fair market value of all other assets (see page 25 of the instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	4,675,654
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	4,675,654
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	70,135
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,605,519
6	Minimum investment return. Enter 5% of line 5	6	230,276

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	230,276
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,539
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,539
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	228,737
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	228,737
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	228,737

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	388,198
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	388,198
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	388,198

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				228,737
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2010				
a From 2005				
b From 2006				205,999
c From 2007				265,257
d From 2008				239,066
e From 2009				200,568
f Total of lines 3a through e	910,890			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 388,198				
a Applied to 2009, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d Applied to 2010 distributable amount				228,737
e Remaining amount distributed out of corpus	159,461			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,070,351			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions				
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	1,070,351			
10 Analysis of line 9				
a Excess from 2006				205,999
b Excess from 2007				265,257
c Excess from 2008				239,066
d Excess from 2009				200,568
e Excess from 2010				159,461

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter.					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see page 28 of the instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))
N/A

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest
N/A

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed
Golomb, Schwartz & Cove, PA 954-889-0075
9050 Pines Boulevard Pembroke Pines FL 33024

b The form in which applications should be submitted and information and materials they should include
See Statement 7

c Any submission deadlines
N/A

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
N/A

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Attached Schedule 3	None	NA	Operational	374,000
Total			► 3a	374,000
b Approved for future payment N/A				
Total			► 3b	

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- 1** Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?
- a** Transfers from the reporting foundation to a noncharitable exempt organization of
- (1)** Cash
- (2)** Other assets
- b** Other transactions
- (1)** Sales of assets to a noncharitable exempt organization
- (2)** Purchases of assets from a noncharitable exempt organization
- (3)** Rental of facilities, equipment, or other assets
- (4)** Reimbursement arrangements
- (5)** Loans or loan guarantees
- (6)** Performance of services or membership or fundraising solicitations
- c** Sharing of facilities, equipment, mailing lists, other assets, or paid employees
- d** If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

Karen Amy Wolfenick
Signature of officer or trustee

112-02-2011
Date

Officer

Title

Paíd
Prep

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ if self-employed

Preparer **Eric L. Golomb**

Firm's name ► **Golomb, Schwartz & Cove, P.A.**

PTIN	P00237649
------	-----------

Firm's address ► 9050 Pines Blvd Ste 386
Pembroke Pines, FL 33024

Firm's EIN ► 65-1050079

Phone no **954-889-0075**

Form **990-PF** (2010)

Form 990-PF		Capital Gains and Losses for Tax on Investment Income		2010
		For calendar year 2010, or tax year beginning 02/01/10 , and ending 01/31/11		
Name Wollowick Family Foundation			Employer Identification Number 59-2469452	
(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)	
(1) See Attached-BNY Mellon statement 1	P			
(2) See attached -BNY Mellon statement 1	P			
(3) Amgen Inc.	P	02/01/10	02/12/10	
(4) Cisco Sys Inc	P	02/01/10	03/03/10	
(5) Cisco Sys Inc	P	02/01/10	03/03/10	
(6) Qualcomm Inc.	P	02/01/10	04/23/10	
(7) Coca Cola Enterprises	P	02/01/10	05/06/10	
(8) Morgan Stanley	P	02/01/10	05/15/10	
(9) Capital Gain Dist.				
(10)				
(11)				
(12)				
(13)				
(14)				
(15)				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 48,767		49,875	-1,108
(2) 456,761		383,062	73,699
(3) 5,072		5,072	
(4) 1,967		1,967	
(5) 4,183		4,183	
(6) 8,711		8,711	
(7) 13,453		13,453	
(8) 100,000		100,000	
(9) 1,223			1,223
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)			-1,108
(2)			73,699
(3)			
(4)			
(5)			
(6)			
(7)			
(8)			
(9)			1,223
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

Form 990-PF - General Footnote**Description**

Attachment to Form 990-PF

Part VIII, Column (b)

Title and Average Hours Per Week Devoted To Position

As trustee, BNY Mellon provides administrative services such as investment manager for the named organization. These services require numerous individual bank employees' involved in the activities of the organization and this cannot be quantified on an hourly basis. Therefore, the trustee's fees are not computed on an hourly basis but are calculated upon factors such as the market value of the account and in accordance with agreement with the client.

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
Federal Tax refund	\$ 11,591	\$	\$ 11,591
Miscellaneous	2,969		2,969
Total	\$ 14,560	\$ 0	\$ 14,560

Statement 2 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Indirect Legal Fees	\$ 37,938	\$ 37,938	\$	\$
Total	\$ 37,938	\$ 37,938	\$ 0	\$ 0

Statement 3 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Indirect Accounting Fees	\$ 5,169	\$ 5,169	\$	\$
Total	\$ 5,169	\$ 5,169	\$ 0	\$ 0

Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Federal Tax	\$ 4,345	\$ 4,345	\$	\$
Foreign Withholding Taxes Paid	2,937	2,937		
Total	\$ 7,282	\$ 7,282	\$ 0	\$ 0

Federal Statements

12/1/2011 6:32 PM

Statement 5 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
	\$ 4,234,033	\$ 4,174,703	Cost	\$ 4,708,161
Total	\$ 4,234,033	\$ 4,174,703		\$ 4,708,161

Federal Statements

Statement 6 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
Rhoda Stein 1351 SW 141 Avenue # 110 Pembroke Pines FL 33027	Director	4.00	10,000	0	0
Robert Tesher 2000 S Ocean Blvd #6E Boca Raton FL 33432-8067	Director	4.00	10,000	0	0
Richard Lowe 3500 N 34th Avenue Hollywood FL 33021	Director	4.00	10,000	0	0
Janet Wollowick 3800 NW 100th Avenue Hollywood FL 33024	Director	4.00	10,000	0	0
Sandra Lowe 3500 N 34th Avenue Hollywood FL 33021	Director	4.00	10,000	0	0
BNY Mellon PO Box 185 Pittsburgh Pittsburgh PA 15230-0185	Trustee	4.00	15,993	0	0
Megan Lowe 3500 N 34th Ave Hollywood FL 33021	Director	4.00	2,500	0	0
Jason Stein 9613 Bridgebrook Drive Boca Raton FL 33496	Director	4.00	1,249	0	0
Ronnit Stein 9613 Bridgebrook Drive Boca Raton FL 33496	Director	4.00	1,250	0	0

Statement 7 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description

Letter stating name, address, tax exempt status, purpose
amount and term.



Department of State

I certify the attached is a true and correct copy of the Amended and Restated Articles of Incorporation, filed on May 7, 2010, for RUBIN AND GLADYS WOLLOWICK FOUNDATION, INC., a Florida corporation, as shown by the records of this office.

I further certify the document was electronically received under FAX audit number H10000111954. This certificate is issued in accordance with section 15.16, Florida Statutes, and authenticated by the code noted below

The document number of this corporation is N00285.

Authentication Code: 710A00011594-050710-N00285

-1/1



Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
Seventh day of May, 2010

Dawn K. Roberts
Dawn K. Roberts
Secretary of State



May 7, 2010

FLORIDA DEPARTMENT OF STATE
Division of Corporations

RUBIN AND GLADYS WOLLOWICK FOUNDATION, INC.
9050 PINES BOULEVARD
SUITE 386
PEMBROKE PINES, FL 33024

Re: Document Number N00285

The Amended and Restated Articles of Incorporation for RUBIN AND GLADYS WOLLOWICK FOUNDATION, INC., a Florida corporation, were filed on May 7, 2010.

The certification you requested is enclosed. To be official, the certificate for a certified copy must be attached to the original document that was electronically submitted under FAX audit number H10000111954.

Should you have any questions concerning this matter, please telephone (850) 245-6050, the Amendment Filing Section.

Sylvia Gilbert
Regulatory Specialist II
Division of Corporations

Letter Number: 710A00011594

Please provide us with an email address for this business entity. The Division of Corporations sends important reminders and notices to those business entities that have provided our office with an email address. Make sure your entity receives these helpful communications by providing our office with an active email address.

P.O BOX 6327 - Tallahassee, Florida 32314

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
RUBIN AND GLADYS WOLLOWICK FOUNDATION, INC.
(a Not For Profit Corporation)**

Pursuant to Section 617.1007 of the Florida Not For Profit Corporation Act, Rubin and Gladys Wollowick Foundation, Inc., a Florida not-for-profit corporation (the "Corporation"), certifies that:

1. The original Articles of Incorporation of the Corporation were filed on December 1, 1983. The Corporation's document number is N00285.
2. The Articles of Incorporation are hereby amended and restated in their entirety to read as follows:

ARTICLE I

NAME

The name of the Corporation is Rubin and Gladys Wollowick Foundation, Inc., a Florida not-for-profit corporation.

ARTICLE II

PURPOSES

The Corporation is organized to operate exclusively for charitable purposes, 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 of 1986, as amended, or the corresponding section of any future federal tax code, including such of those tax-exempt charitable

organizations whose primary purposes are dedicated to education or research for mental illness, mental health, religious education or heart disease.

ARTICLE III

POWERS

The Corporation shall have the power to acquire, own, maintain and use its assets for the purposes for which it is organized; to raise funds by any legal means for the encouragement of its purposes; to exercise all powers necessary or convenient to the furtherance of the purposes for which the Corporation is organized; and shall have such other powers as are granted to not-for-profit corporations under Florida Statutes and case law.

ARTICLE IV

LIMITATIONS

A. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers, directors, or other private persons, except that the 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 Article II hereof.

B. No substantial part of the activities of the Corporation shall consist of the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office.

C. Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried

RM 6929335 4

on by (a) an organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, and its regulations, as they now exist or as they may hereafter be amended, or (b) an organization, contributions to which are deductible under Section 170(c)(2) of such Code and regulations as they now exist or as they may hereafter be amended.

D. In the event that the Corporation is deemed to be a "private foundation" within the meaning of Section 509 of the Internal Revenue Code of 1986, as amended, then:

1. The Corporation will distribute its income for each tax year at such time and in such manner so that it will not become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any later federal tax laws.

2. The Corporation will not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any later federal tax laws.

3. The Corporation will not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any later federal tax laws.

4. The Corporation will not make any investments in a manner that would subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any later federal tax laws.

5. The Corporation will not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any later federal tax laws.

RM 6929335 4

ARTICLE V**TERM OF EXISTENCE**

The period of existence of the Corporation shall be perpetual.

ARTICLE VI**DISTRIBUTIONS OF SURPLUS ON LIQUIDATION**

Upon the liquidation, dissolution or other discontinuance of the charitable activities and operations of the Corporation, no surplus remaining after payment of the just debts and liabilities of the Corporation shall be distributed to or amongst any members or directors of the Corporation, but after making provision for the payment of all of the just debts and liabilities of the Corporation, the remaining assets shall be distributed, as selected by the Board of Directors, to such other organization or organizations as are exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any later federal tax laws, or to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be distributed by order of a court of competent jurisdiction of the county in which the principal office of the Corporation is then located, to such organization or organizations, as such court shall determine, that are organized and operated exclusively for exempt purposes.

ARTICLE VII**MEMBERSHIP**

The Corporation shall not have any members.

ARTICLE VIII**BOARD OF DIRECTORS**

The number of members of the Board of Directors and the manner of their election shall be set forth in the Bylaws of the Corporation; provided, however, that the number of directors shall not be fewer than three (3). All other matters concerning the Board of Directors shall be governed by the Bylaws of the Corporation.

ARTICLE IX**PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office, principal address, and mailing address of the Corporation is c/o Golomb, Schwartz & Cove, P.A., 9050 Pines Blvd., Suite 386, Pembroke Pines, Florida 33024.

ARTICLE X**REGISTERED AGENT AND REGISTERED OFFICE**

The registered agent of the Corporation is Eric L. Golomb, and the street address of the registered office of the Corporation is 9050 Pines Blvd., Suite 386, Pembroke Pines, Florida 33024.

ARTICLE XI**AMENDMENTS**

The Board of Directors may amend, alter, or repeal these Articles of Incorporation or any provisions thereof, and may adopt new Articles of Incorporation or provisions not inconsistent with any provisions of law, at any meeting of the Board of Directors at which a quorum is present, by the affirmative vote of a majority of the Directors, provided that any notice or waiver of notice of such meeting shall fairly summarize or set forth the proposed action with regard to

RM 6929335 4

H10000111954 3

the Articles of Incorporation, and provided further that: (i) if Janet Amy Wollowick is then living, her approval shall be required for any amendment, alteration, repeal, or restatement of the Articles of Incorporation, or any provisions thereof, to be effective, and (ii) if Sandra Lois Lowe is then living, her approval shall be required for any amendment, alteration, repeal, or restatement of the Articles of Incorporation, or any provisions thereof, to be effective.

Alternatively, the Board of Directors may amend, alter, or repeal these Articles of Incorporation or any provisions thereof, and may adopt new Articles of Incorporation or provisions not inconsistent with any provisions of law by the unanimous written consent signed by all of the members of the Board of Directors and filed in the minutes of the proceedings of the Board of Directors, provided that: (i) if Janet Amy Wollowick is then living, her written joinder to the unanimous written consent shall be required for any amendment, alteration, repeal, or restatement of the Articles of Incorporation, or any provisions thereof, to be effective, and (ii) if Sandra Lois Lowe is then living, her written joinder to the unanimous written consent shall be required for any amendment, alteration, repeal, or restatement of the Articles of Incorporation, or any provisions thereof, to be effective.

3. The foregoing Amended and Restated Articles of Incorporation were adopted by the Members and Directors of the Corporation on April 15, 2010, and the number of votes cast for the amendment and restatement was sufficient for approval.

H10000111954 3

H10000111954 3

IN WITNESS WHEREOF, the undersigned, being all of the Officers of the Corporation,
have executed these Amended and Restated Articles of Incorporation as of April 15, 2010.

OFFICERS:

By: Janet Amy Wollowick
Janet Amy Wollowick

By: _____
Sandra Lois Lowe

H10000111954 3

H10000111954 3

IN WITNESS WHEREOF, the undersigned, being all of the Officers of the Corporation,
have executed these Amended and Restated Articles of Incorporation as of April 15, 2010.

OFFICERS:

By: _____
Janet Amy Wollowick

By: Sandra Lois Lowe
Sandra Lois Lowe

RM.6929335 4

H10000111954 2

Exhibit "A"

Amended and Restated Bylaws
of Rubin & Gladys Wollowick Foundation, Inc.
Effective April 15, 2010

**AMENDED AND RESTATED
BYLAWS
OF
RUBIN AND GLADYS WOLLOWICK FOUNDATION, INC.
(a Not-For-Profit Corporation)**

ARTICLE I

PURPOSES AND OBJECTIVES

The Corporation is organized to operate exclusively for charitable purposes, 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 of 1986, as amended, or the corresponding section of any future federal tax code. Notwithstanding any other provision of these Bylaws:

A. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers, directors, or other private persons, except that the 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 this Article I.

B. No substantial part of the activities of the Corporation shall consist of the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office.

C. Notwithstanding any other provisions of these Bylaws, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by (a) an organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, and its regulations, as they now exist or as they may hereafter be amended, or (b) an organization, contributions to which are deductible under Section 170(c)(2) of such Code and regulations as they now exist or as they may hereafter be amended.

D. In the event that the Corporation is deemed to be a "private foundation" within the meaning of Section 509 of the Internal Revenue Code of 1986, as amended, then:

1. The Corporation will distribute its income for each tax year at such time and in such manner so that it will not become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any later federal tax laws.

2. The Corporation will not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any later federal tax laws.

3. The Corporation will not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any later federal tax laws.

4. The Corporation will not make any investments in a manner that would subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any later federal tax laws.

5. The Corporation will not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any later federal tax laws.

SECTION 2.

Subject to Section 1 of this Article I, the Corporation's objectives shall include making distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code, including such of those tax-exempt charitable organizations whose primary purposes are dedicated to education or research for mental illness, mental health, religious education or heart disease.

ARTICLE II

BOARD OF DIRECTORS

SECTION 1.

Except as otherwise provided by law or by the Corporation's Articles of Incorporation, all corporate powers shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, the Board of Directors.

SECTION 2.

(a) Each member of the Board of Directors shall be a natural person who has attained the age of 18 years and has not been convicted of a felony.

(b) The number of persons constituting the Board of Directors is six (6). The directors of the Corporation may, in their discretion, determine to increase or decrease the number of members of the Board of Directors, but in no event shall such number be fewer than three (3) or greater than eight (8), except as otherwise provided herein. No reduction of the authorized number of directors shall have the effect of removing any director prior to the expiration of the director's term of office.

(c) Each of Janet Amy Wollowick and Sandra Lois Lowe, if willing, shall serve as a member of the Board of Directors. Each of Janet Amy Wollowick and Sandra Lois Lowe shall have the unilateral power to appoint two (2) additional directors apiece at the Annual Meeting of the Board of Directors, at any special meeting called for the purpose of appointing directors, or via a signed, written appointment delivered to all members of the Board of Directors; provided that Janet Amy Wollowick or Sandra Lois Lowe, as applicable, is then serving as a director at the time she wishes to exercise her unilateral appointment power. If the exercise of this unilateral power by one or both of them results in the number of directors exceeding eight (8), such exercise shall not have the effect of removing any director prior to the expiration of the director's term of office. Rather, the Board of Directors shall continue to function with the increased number, and at the next Annual Meeting of the Board of Directors, a slate of directors, numbering no greater than eight (8), shall be established, taking into consideration both (A) the provisions herein providing for automatic appointment of Janet Amy Wollowick and Sandra Lois Lowe, as directors, and (B) the exercise at that time, if applicable, by Janet Amy Wollowick or Sandra Lois Lowe of their respective unilateral appointment powers. Notwithstanding anything contained herein to the contrary, there shall always be at least two (2) Relatives (as herein after defined) of either Rubin Wollowick or Gladys Wollowick serving on the Board of Directors at all times. The term "Relative" shall mean a person related by blood, marriage or adoption.

(d) Nominations for directors, other than a director unilaterally appointed in accordance with Section 2(c) of this Article II, shall be made and presented by any one or more members of the Board of Directors. Said nominations may be delivered to the Board of Directors at any time prior to or at the Annual Meeting of the Board of Directors. Each director (other than a director unilaterally appointed in accordance with Section 2(c) of this Article II) shall be appointed by a majority vote of the directors at the Annual Meeting of the Board of Directors or at any special meeting called for the purpose of electing directors; provided however, that (i) if Janet Amy Wollowick is then serving as a director, her vote shall be required for any such appointment to be effective, and (ii) if Sandra Lois Lowe is then serving as a director, her vote shall be required for any such appointment to be effective.

(e) The term of office of each director of the Corporation (other than Janet Amy Wollowick and Sandra Lois Lowe) shall be one (1) year. A director may succeed himself or herself in office, and there shall be no limit to the number of consecutive terms a director may serve. Each of Janet Amy Wollowick and Sandra Lois Lowe, if willing, shall continue in office without a term limit until her death or resignation.

(f) As long as Janet Amy Wollowick and Sandra Lois Lowe are serving as directors, they shall serve as Co-Chairpersons of the Board. If only one of them is serving as a director, then such person shall serve alone as Chairperson. If neither Janet Amy Wollowick nor Sandra Lois Lowe are serving as a director, then the Board of Directors shall annually elect one among them to serve as the Chairperson of the Board, which election shall occur at the Annual Meeting, or at any special meeting called for the purpose of electing the Chairperson of the Board; provided, however, that if one or both of Janet Amy Wollowick or Sandra Lois Lowe shall thereafter begin serving as a director of the Corporation, the elected Chairperson of the Board shall be replaced in that position by Janet Amy Wollowick and Sandra Lois Lowe (or if only one of them is again serving as a director, by such one of them).

(g) All powers of the Board of Directors in the management of the affairs of this Corporation shall be exercised by the Officers of the Corporation, except as shall be otherwise provided by law, these Bylaws of the Corporation or the Articles of Incorporation, or as may be otherwise reserved to the Board of Directors.

SECTION 3.

A director shall perform his or her duties as a director, including his or her duties as a member of any committee of the Board of Directors upon which s/he may serve, (i) in good faith, (ii) in a manner s/he reasonably believes to be in the best interest of the Corporation, and (iii) with such care as an ordinarily prudent person in a like position would use under similar circumstances. In performing director duties, a director shall be entitled to rely on information, opinions, reports or statements, including financial statements and other financial data, in each case prepared or presented by:

- (i) One or more officers or employees of the Corporation whom the director reasonably believes to be reliable and competent in the matters presented;
- (ii) Counsel, public accountants or other persons as to matters which the director reasonably believes to be within such person's professional or expert competence; or
- (iii) A committee of the Board of Directors upon which s/he does not serve, duly designated in accordance with a provision of the Articles of Incorporation or the Bylaws, as to matters within its designated authority, which committee the director reasonably believes to merit confidence.

A person who performs his or her duties in compliance with this Section 3 shall have no liability by reason of being or having been a director of the Corporation.

SECTION 4.

The Annual Meeting of the Board of Directors of the Corporation shall be during the month of January of each year at such time and place as shall be determined, from time to time, by a majority of the directors for the purposes of electing directors and transacting any other business duly authorized to be transacted.

SECTION 5.

The Board of Directors may, from time to time, by resolution, appoint the time and place for holding regular meetings of the Board as it deems advisable. Such regular meetings shall thereupon be held at the time and place so appointed, without the giving of any notice with regard thereto. In case the day appointed for a regular meeting shall fall upon a legal holiday, such meeting shall be held on the next succeeding day not a legal holiday at the regularly appointed hour.

SECTION 6.

Special meetings of the Board of Directors shall be held whenever called by a Co-Chairperson of the Board (or the Chairperson of the Board, if there is only one person then chairing the Board), the CFO, the COO, or by a majority vote of the Board of Directors.

SECTION 7.

Notice to a director of the Annual Meeting or special meetings may be given in writing by mailing the same to the residence or place of business of the director as shown on the books of the Corporation not later than ten (10) days before the day on which the meeting is to be held, or may be given by: (i) delivering the same to him or her personally one (1) day prior; (ii) leaving the same for him or her at his or her place of business three (3) days prior; (iii) transmitting the same to him or her by electronic mail to an electronic mail address at which the director has consented to receive notice provided such consent remains in effect, not later than the day before such day of meeting, or (iv) transmitting the same to him or her by facsimile to a facsimile number at which the director has consented to receive notice provided such consent remains in effect, not later than the day before such day of meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail addressed to the director at his or her residence or place of business with postage thereon prepaid. If transmitted to an electronic mail address, such notice shall be deemed to be delivered when actually transmitted by electronic mail. If transmitted by facsimile, such notice shall be deemed to be delivered when actually transmitted by facsimile. Except as otherwise provided by the Bylaws or as may be indicated in the notice thereof, any and all business may be transacted at any special meeting.

SECTION 8.

A director may waive the requirement of notice of an Annual Meeting or special meeting of the Board of Directors by signing a waiver of notice either before or after the meeting. The attendance of a director at a meeting shall constitute a waiver of notice of such meeting and a waiver of any and all objections to the place or time of such meeting or the manner in which it has been called or convened, except when the director states, at the beginning of the meeting, any objection to the transaction of business because the meeting is not lawfully called or convened. Except as otherwise provided herein or as provided in the Articles of Incorporation, neither the business to be transacted at, nor the purpose of, any Annual Meeting or special meeting of the Board of Directors need be specified in the notice or waiver of notice of such meeting.

SECTION 9.

A majority of the total number of directors shall constitute a quorum for the transaction of business at any meeting of the Board of Directors, but if less than a majority is present at the meeting, a majority of the directors present may adjourn the meeting from time to time without further notice.

Directors shall be deemed present at a meeting of the Board of Directors if a conference telephone or similar communications equipment, by means of which all persons participating in the meeting can hear each other, is used.

Except as otherwise required by statute, by the Articles of Incorporation or by these Bylaws, the affirmative vote of a majority of the directors shall be the act of the Board of Directors.

SECTION 10.

A director of the Corporation who is present at a meeting of the Board of Directors at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless the director votes against such actions or abstains from voting in respect thereto.

SECTION 11.

Any action required or permitted to be taken by the Board of Directors at a meeting may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the directors and filed in the minutes of the proceedings of the Board of Directors.

SECTION 12.

No contract or other transaction between the Corporation and one or more of its directors or committee members or any other corporation, firm, association or entity in which one or more of its directors or committee members are directors or officers or are financially interested, shall be either void or voidable because of such relationship or interest, if, in accordance with the Corporation's Conflict of Interest Policy (if any):

(a) The fact of such relationship or interest is disclosed or known to the Board of Directors and the Board of Directors authorizes, approves or ratifies the contract or transactions by a vote or consent sufficient for that purpose without counting the votes or consents of any interested directors; or

(b) The contract or transaction is fair and reasonable to the Corporation at the time it is authorized by the Board of Directors.

Common or interested directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors which authorizes, approves or ratifies such contract or transaction, provided that such common or interested directors shall leave the meeting during the discussion of, and the vote on, such contract or transaction. No interested committee member shall be present during the Board of Directors' discussion of, and vote on, any proposed contract or transaction between the Corporation and such interested committee member.

SECTION 13.

Directors of the Corporation may be paid reasonable remuneration for their service as directors. The Board of Directors may pay to each director rendering services to the Corporation not ordinarily rendered by directors such special compensation as shall be appropriate to the value of such services, as determined by the Board of Directors from time to time. None of these payments shall preclude any director from serving the Corporation in any other capacity and receiving reasonably appropriate compensation therefor.

SECTION 14.

Any director of the Corporation may resign at any time either by written notice of resignation to the Board of Directors of the Corporation. Such resignation shall take effect at the time specified in the written notice, and unless otherwise specified with respect thereto, such resignation shall be effective upon delivery of the written notice, and the acceptance of such resignation shall not be necessary to make it effective.

SECTION 15.

Janet Amy Wollowick and Sandra Lois Lowe may not be removed as directors of the Corporation by the Board of Directors. Any director of the Corporation who was unilaterally appointed by Janet Amy Wollowick or Sandra Lois Lowe may be unilaterally removed, with or without cause, by written notice of the one of Janet Amy Wollowick or Sandra Lois Lowe who unilaterally appointed such director, provided that Janet Amy Wollowick or Sandra Lois Lowe, as applicable, is then serving as a director at the time she wishes to exercise the removal power. In all other circumstances, a director of the Corporation may be removed, with or without cause, by the affirmative vote of a majority of the directors at any meeting; provided however, that (i) if Janet Amy Wollowick is then serving as a director, her vote shall be required for any such removal to be effective and (ii) if Sandra Lois Lowe is then serving as a director, her vote shall be required for any such removal to be effective. The notice of a meeting to remove a director shall state the specific directors sought to be removed. Each director sought to be removed shall be the subject of a separate vote at the meeting. Any vacancy created by removal of a director shall be filled at the meeting in accordance with Section 16 of this Article. Any removed director shall not be eligible for re-election as a director until the next Annual Meeting of Directors, unless the director is re-appointed pursuant to Janet Amy Wollowick or Sandra Lois Lowe's exercise of her unilateral power described in Section 2(c) of Article II herein. Any removed director shall turn over to the Board of Directors, within 72 hours, any and all records of the Corporation in the removed director's possession.

SECTION 16.

Any vacancy occurring on the Board of Directors that must, or may be, filled will be filled by the selection of a replacement director by a majority of the remaining directors;
RM:6929698:4

Adopted: April 15, 2010

provided however, that if (i) one of Janet Amy Wollowick or Sandra Lois Lowe (the "Appointing Director") unilaterally appointed the resigning or removed director, and (ii) at the time the replacement director must be appointed, the Appointing Director is then serving as a director, then the Appointing Director may instead choose to unilaterally appoint such replacement director in accordance with Section 2(c) of Article II herein. A replacement director elected or appointed to fill a vacancy shall hold office only until the next Annual Meeting of directors.

Notwithstanding anything herein to the contrary, if at any time one or both of Janet Amy Wollowick or Sandra Lois Lowe is no longer serving as a director (for example, by virtue of a prior resignation) and she gives notice to the Board that she desires to again serve as a director, the number of members of the Board of Directors shall be automatically increased and Janet Amy Wollowick and/or Sandra Lois Lowe, as the case may be, shall immediately be deemed to have been elected to fill the vacancy(ies) created by such increase. In that event, Janet Amy Wollowick and/or Sandra Lois Lowe, as the case may be, shall have all the rights, powers, and duties accorded to directors in general, plus those specifically accorded to her throughout these Bylaws. If the decision by one or both of them to again serve results in the number of directors exceeding eight (8), such exercise shall not have the effect of removing any director prior to the expiration of the director's term of office. Rather, the Board of Directors shall continue to function with the increased number, and at the next Annual Meeting of the Board of Directors, a slate of directors, numbering no greater than eight (8), shall be established, taking into consideration both (A) the provisions herein providing for automatic appointment of Janet Amy Wollowick and Sandra Lois Lowe as directors, and (B) the exercise, if applicable, by either of Janet Amy Wollowick or Sandra Lois Lowe of her respective unilateral appointment power.

ARTICLE III

COMMITTEES

The Board of Directors may create such committees as may be necessary from time to time to study and make recommendations to the Board of Directors on any matters. Committee members shall be deemed present at meetings of any committee if a conference telephone or similar communications equipment, by means of which all persons participating in the meeting can hear one another, is used.

Except as otherwise required by law, by the Articles of Incorporation or by these Bylaws, the affirmative vote of a majority of the committee members present at a meeting of any committee at which a quorum is present, shall be the act of such committee. The failure to appoint a committee, or a committee's failure to meet, shall not in any manner affect the validity of any of the Corporation's actions or its existence.

ARTICLE IV

OFFICERS

SECTION 1.

(a) In addition to the Co-Chairpersons of the Board, the executive officers of the Corporation shall consist of a Chief Financial Officer ("CFO"), a Chief Operating Officer ("COO"), a Secretary, and such other officers, assistant officers and agents as may be deemed necessary, and are elected or appointed, by the Board of Directors from time to time; provided however, that (i) if Janet Amy Wollowick is then serving as a director, then her vote shall be required for any such election or appointment to be effective and (ii) if Sandra Lois Lowe is then serving as a director, then her vote shall be required for any such election or appointment to be effective. Any two (2) or more offices may be held by the same person. A failure to elect a CFO, COO, Secretary, or any other officer, or the election of a single person to assume the duties of more than one officer, shall not affect the existence of the Corporation.

(b) The CFO and COO, under the direction of the Board of Directors, shall jointly, but not severally, have general responsibility for the management and direction of the business, properties and affairs of the Corporation as co-leaders. Thus, the CFO and COO shall jointly, but not severally, have general executive powers, including all powers required by law to be exercised by a President of a corporation, as well as the specific powers conferred by these Bylaws or by the Board of Directors. The CFO and COO shall jointly, but not severally, have charge and custody of and be responsible for all funds and securities of the Corporation and in general shall jointly, but not severally, perform all of the duties incident to the office of a Treasurer of a corporation. The CFO and COO shall jointly, but not severally, make, or cause to be made, proper financial reports to the Board of Directors and appropriate committees as required and shall jointly, but not severally, ensure that proper accounting controls are installed and maintained. Without limiting the foregoing, the CFO and COO shall jointly, but not severally, have the power to make investment decisions, prepare and sign tax returns, and have the power to make grants from the Corporation to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code. As a result of this co-leadership structure in which neither the CFO nor the CFO alone has the authority to act, in all matters affecting or concerning the Corporation, the joint action of both the CFO and the COO shall be required in order to bind the Corporation. By way of example and not as a limitation, the authorization of both the CFO and the COO shall be required for all checks written on behalf of the Corporation or for any other transfer, or direction regarding a transfer, of funds from the Corporation.

Notwithstanding anything herein to the contrary, the CFO shall be Janet Amy Wollowick, if she is willing to serve in such position, and she shall continue in office without a term limit until her death or resignation. If at any time Janet Amy Wollowick is no longer serving as CFO (for example, by virtue of her prior resignation), then Sandra Lois Lowe, if willing, shall serve as CFO. If Sandra Lois Lowe is not serving as CFO either, then the election of a successor CFO shall be carried out in the manner described in Section 1(a) of this Article IV. Notwithstanding the foregoing provisions, if (i) at any time Janet Amy Wollowick gives

RM:6929698:4

Adopted: April 15, 2010

notice to the Board that she desires to again serve as CFO, the then-serving CFO shall be replaced in that position by Janet Amy Wollowick, and provided further that if (ii) at any time Sandra Lois Lowe is not then serving as CFO, Janet Amy Wollowick is not then serving as CFO either, and Sandra Lois Lowe gives notice to the Board that she desires to serve as CFO, the then-serving CFO shall be replaced in that position by Sandra Lois Lowe.

Notwithstanding anything herein to the contrary, the COO shall be Sandra Lois Lowe, if she is willing to serve in such position, and she shall continue in office without a term limit until her death or resignation. If at any time Sandra Lois Lowe is no longer serving as COO (for example, by virtue of her prior resignation), then Janet Amy Wollowick, if willing, shall serve as COO. If Janet Amy Wollowick is not serving as COO either, then the election of a successor COO shall be carried out in the manner described in Section 1(a) of this Article IV. Notwithstanding the foregoing provisions, if (i) at any time Sandra Lois Lowe gives notice to the Board that she desires to again serve as COO, the then-serving COO shall be replaced in that position by Sandra Lois Lowe, and provided further that if (ii) at any time Janet Amy Wollowick is not then serving as COO, Sandra Lois Lowe is not then serving as COO either, and Janet Amy Wollowick gives notice to the Board that she desires to serve as COO, the then-serving COO shall be replaced in that position by Janet Amy Wollowick.

(c) The Secretary shall keep the minutes of all proceedings of the directors. The Secretary shall attend to the giving and serving of all notices to the directors and such other notices as may be required by law. The Secretary shall have custody of the seal of the Corporation and shall affix the same to instruments requiring a seal, when duly signed. The Secretary shall keep the records of the Corporation and shall perform all other duties incident to the office of secretary of an association and as may be required by the directors.

Notwithstanding anything herein to the contrary, Janet Amy Wollowick or Sandra Lois Lowe, depending upon the fiscal year, shall if willing, serve as the Secretary of the Corporation and shall continue in office until the expiration of such fiscal year or until her earlier death or resignation. Janet Amy Wollowick shall serve as Secretary in all odd-numbered fiscal years, and Sandra Lois Lowe shall serve as Secretary in all even-numbered fiscal years. For example, for the Corporation's 2010 fiscal year commencing February 1, 2010 and ending January 31, 2011, Sandra Lois Lowe shall serve as Secretary. If at any time during an odd-numbered fiscal year, Janet Amy Wollowick is no longer serving as Secretary (for example, by virtue of her prior resignation), then Sandra Lois Lowe, if willing, shall serve as Secretary that year. If Sandra Lois Lowe is not serving as Secretary either, then the election of a successor Secretary shall be carried out in the manner described in Section 1(a) of this Article IV. Notwithstanding the foregoing provisions, if (i) during an odd-numbered fiscal year, Janet Amy Wollowick gives notice to the Board that she desires to again serve as Secretary during such year, the then-serving Secretary shall be replaced in that position by Janet Amy Wollowick, and provided further that if (ii) during an odd-numbered fiscal year, Sandra Lois Lowe is not then serving as Secretary, Janet Amy Wollowick is not then serving as Secretary either, and Sandra Lois Lowe gives notice to the Board that she desires to serve as Secretary in such year, the then-serving Secretary shall be replaced in that position by Sandra Lois Lowe. If at any time during an even-numbered fiscal year, Sandra Lois Lowe is no longer serving as Secretary (for example, by virtue of her prior resignation), then Janet Amy Wollowick, if willing, shall serve as Secretary

that year. If Janet Amy Wollowick is not serving as Secretary either, then the election of a successor Secretary shall be carried out in the manner described in Section 1(a) of this Article IV. Notwithstanding the foregoing provisions, if (i) during an even-numbered fiscal year, Sandra Lois Lowe gives notice to the Board that she desires to again serve as Secretary during such year, the then-serving Secretary shall be replaced in that position by Sandra Lois Lowe, and provided further that if (ii) during an even-numbered fiscal year, Janet Amy Wollowick is not then serving as Secretary, Sandra Lois Lowe is not then serving as Secretary either, and Janet Amy Wollowick gives notice to the Board that she desires to serve as Secretary in such year, the then-serving Secretary shall be replaced in that position by Janet Amy Wollowick.

SECTION 2.

Except as otherwise provided herein, Officers of the Corporation shall be elected at each Annual Meeting of the Board of Directors. If the election of officers is not held at such meeting, the election shall be held as soon thereafter as conveniently may be. Each officer shall hold office until the next Annual Meeting of the Board of Directors and until the officer's successor shall have been duly elected and qualified, or until the officer's earlier resignation, removal from office or death.

SECTION 3.

Any officer or agent (other than Janet Amy Wollowick or Sandra Lois Lowe) may be removed by the Board of Directors by a majority vote, whenever, in its judgment, the best interests of the Corporation will be served thereby; provided, however, that the removal shall be without prejudice to the contract rights, if any, of the person so removed, and further provided that (i) if Janet Amy Wollowick is then serving as a director, then her vote shall be required for any such removal to be effective and (ii) if Sandra Lois Lowe is then serving as a director, then her vote shall be required for any such removal to be effective.

SECTION 4.

Any officer of the Corporation may resign at any time either by written notice of resignation to the Board of Directors. Such resignation shall take effect at the time specified in the written notice, and unless otherwise specified with respect thereto, such resignation shall be effective upon delivery of the written notice, and the acceptance of such resignation shall not be necessary to make it effective.

SECTION 5.

A vacancy in any office because of resignation, removal, death or otherwise, may be filled by the Board of Directors for the unexpired portion of the term by majority vote of the Board; provided however, (i) if Janet Amy Wollowick is then serving as a director, then her vote shall be required for any such appointment to be effective and (ii) if Sandra Lois Lowe is then serving as a director, then her vote shall be required for any such appointment to be effective.

ARTICLE V

DISTRIBUTION OF SURPLUS ON LIQUIDATION

Upon the liquidation, dissolution or other discontinuance of the charitable activities and operations of the Corporation, no surplus remaining after payment of the just debts and liabilities of the Corporation shall be distributed to or amongst any members or directors of the Corporation, but after making provision for the payment of all of the just debts and liabilities of the Corporation, the remaining assets shall be distributed, as selected by the Board of Directors, to such other organization or organizations as are exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any later federal tax laws, or to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be distributed by order of a court of competent jurisdiction of the county in which the principal office of the Corporation is then located, to such organization or organizations, as such court shall determine, that are organized and operated exclusively for exempt purposes.

ARTICLE VI

STAFF

The Corporation may employ persons to perform duties as shall be determined by the Board of Directors.

ARTICLE VII

BOOKS, RECORDS AND REPORTS

SECTION 1.

The Corporation shall keep and maintain complete books and records of accounts and shall keep minutes of the proceedings of its Board of Directors and committees.

SECTION 2.

The Corporation shall timely file with the Department of State of the State of Florida, on or after each January 1, a report on such forms and containing such information as the Department of State may prescribe as well as all federal and state tax returns and information statements if, when and as due.

ARTICLE VIII

INDEMNIFICATION

Any person made or threatened to be made a party to any action or proceeding, whether civil or criminal, by reason of the fact that s/he is or was a director, officer, or employee of the Corporation (or serves or served any other corporation or other entity or organization in any capacity at the request of the Corporation while the person was a director, officer or employee of the Corporation) shall be and hereby is indemnified by the Corporation against all judgments, fines, amounts paid in settlement and reasonable expenses including attorneys' fees actually and necessarily incurred as a result of any such action or proceeding, or any appeal therein, to the full extent permitted and in the manner prescribed by law. In the case of the indemnification of a person who is or was an employee (rather than a director or an officer) of the Corporation, such indemnification shall be, unless otherwise provided by law, to the same extent permitted and in the manner prescribed by the provisions of the Florida Not For Profit Corporation Law for the indemnification of directors and officers.

ARTICLE IX

AMENDMENTS

The Board of Directors may amend, alter, or repeal these Bylaws or any provisions thereof, and may adopt new Bylaws or provisions not inconsistent with any provision of the Articles of Incorporation or any provisions of law, at any meeting of the Board of Directors at which a quorum is present, by the affirmative vote of a majority of the directors, provided that any notice or waiver of notice of such meeting shall fairly summarize or set forth the proposed action with regard to the Bylaws, and provided further that (i) if Janet Amy Wollowick is then living, her vote shall be required for any amendment, alteration, repeal, or restatement of these Bylaws, or any provisions thereof, to be effective, and (ii) if Sandra Lois Lowe is then living, her vote shall be required for any amendment, alteration, repeal, or restatement of these Bylaws, or any provisions thereof, to be effective.

Alternatively, the Board of Directors may amend, alter, or repeal these Bylaws or any provisions thereof, and may adopt new Bylaws or provisions not inconsistent with any provisions of law by the unanimous written consent signed by all of the members of the Board of Directors and filed in the minutes of the proceedings of the Board of Directors, provided that (i) if Janet Amy Wollowick is then living, her joinder to the unanimous written consent shall be required for any amendment, alteration, repeal, or restatement of these Bylaws, or any provisions thereof, to be effective, and (ii) if Sandra Lois Lowe is then living, her joinder to the unanimous written consent shall be required for any amendment, alteration, repeal, or restatement of these Bylaws, or any provisions thereof, to be effective.

ARTICLE X

GENDER

All pronouns and any variations thereof shall be deemed to refer to the masculine, feminine, neuter, singular or plural, as the identity of the party or parties may require.

ARTICLE XI

ALL OTHER MATTERS

Any matter not covered by these Bylaws or the Articles of Incorporation shall be governed by the Florida Not For Profit Corporation laws as such laws shall now or hereafter exist.

Wollowick Family Foundation (FEIN # 59-2469452)

Charitable Contribution

02.01.10-01.31.11

	Name	Amount
06.20.10	National Jewish Medical and Research Center	150,000.00
01.24.11	Appoloosa Please	2,500.00
01.24.11	Humane Society of	500.00
01.24.11	Humane Society of	2,000.00
01.24.11	village Reform	1,500.00
01.24.11	Shirah Hadassah	2,500.00
01.24.11	Miami Project to Cure	1,000.00
01.24.11	University of Miami	5,000.00
01.24.11	University of Miami	5,000.00
01.24.11	Arthritis National Research	5,000.00
01.24.11	Arthritis National Research	5,000.00
01.24.11	UM Sylvester comprehensive	5,000.00
01.24.11	Mount Sinai Medica	15,000.00
01.24.11	Mount Sinai Medica	15,000.00
01.24.11	Basom Palmer Eye	10,000.00
01.25.11	Joe Dimaggio	2,500.00
01.25.11	University of Miami	1,000.00
01.25.11	United Way Broward County	10,000.00
01.25.11	Bar Ilan University	2,500.00
01.25.11	Jewish Medical Charitable	2,000.00
01.25.11	National Jewish Theater	1,000.00
01.25.11	Jewish Federation of Broward	2,500.00
01.25.11	Jewish community center	2,500.00
01.25.11	Susan Koman	2,000.00
01.25.11	Friends of Israel	2,500.00
01.25.11	Boys Town of Jerusalem	2,500.00
01.25.11	American Society of C	2,000.00
01.25.11	Broward County Alzheimers Charitable grant	1,000.00
01.25.11	Temple Manarah	1,000.00
01.25.11	Yeshiva University	5,000.00
01.25.11	Bnai Brith Foundation	2,000.00
01.25.11	Boys Town Jerusalem	2,500.00
01.25.11	College Assistance Program	2,000.00
01.25.11	Friends of Israel	2,500.00
01.25.11	Jewish Medical Charitable	5,000.00
01.25.11	Miami Childrens Hospital	5,000.00
01.25.11	Miami Project to Cure	1,500.00
01.25.11	Salvation Army Haiti	2,500.00
01.25.11	Sylester Comp Cancer	5,000.00
01.25.11	Susan Koman	5,000.00
01.25.11	United Way Broward County	2,500.00

01.25.11	Village Reform Temple	3,500.00
01.25.11	Bar Ilan University	5,000.00
01.25.11	Weizmann Institute	5,000.00
01.25.11	National Multiple Sclerosis	25,000.00
01.25.11	American Red Cross	3,000.00
01.25.11	American Society of Technion C	10,000.00
01.25.11	Alzheimers Assoca	10,000.00
01.25.11	Temple Manarah	5,000.00
01.26.11	Bnai Brith Foundation	2,000.00
01.26.11	American Friends of Miami	5,000.00

374,000.00