

NO10000007467



ACCOUNT NO. : 072100000032
REFERENCE : 998246 81093A
AUTHORIZATION :
COST LIMIT : \$ PPD

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2001 OCT 17 PM 2:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : October 17, 2001
ORDER TIME : 11:53 AM
ORDER NO. : 998246-005
CUSTOMER NO: 81093A

CUSTOMER: Mr. Craig R. Hersch
Sheppard Brett Stewart &
Hersch, P.a.
2121 West First Street
P. O. Drawer 400
Ft. Myers, FL 33901

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DOMESTIC FILING

NAME: THE LEGACY FOUNDATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

100004640101--8
-10/17/01--01049--025
*****78.75 *****78.75

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull - EXT. 1115
EXAMINER'S INITIALS:

leaw

[Handwritten signature]
10/19/01

24053
we



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

2001 OCT 17 PM 2: 23

SECRETARY OF STATE
TALLAHASSEE FLORIDA

October 18, 2001

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

RESUBMIT

Please give original
submission date as file date.

SUBJECT: THE LEGACY FOUNDATION AT SHELL POINT, INC.
Ref. Number: W01000024053

We have received your document for THE LEGACY FOUNDATION AT SHELL POINT, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please accept our apology for failing to mention this in our previous letter.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden
Document Specialist
New Filings Section

Letter Number: 701A00057668

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TALLAHASSEE FLORIDA



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

2001 OCT 17 PH 2:23

SECRETARY OF STATE
TALLAHASSEE FLORIDA

October 17, 2001

CSC NETWORKS

RESUBMIT
Please give original
submission date as file date.

SUBJECT: THE LEGACY FOUNDATION, INC.
Ref. Number: W01000024053

We have received your document for THE LEGACY FOUNDATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6995.

Wanda Cunningham
Document Specialist
New Filing Section

Letter Number: 701A00057485

RECEIVED
01 OCT 18 PM 12:16
DIVISION OF CORPORATIONS
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

THE LEGACY FOUNDATION AT SHELL POINT, INC.
A Not-for-Profit Organization

2001 OCT 17 PH 2:23
SECRETARY OF STATE
TALLAHASSEE FLORIDA

THE UNDERSIGNED, being all natural persons of lawful age, acting as incorporators of a Corporation Not-for-Profit under the Florida Not-For-Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, adopt the following Articles of Incorporation for such Corporation:

ARTICLE I
Name

The name of the Corporation is ' The Legacy Foundation at Shell Point, Inc.

ARTICLE II
Duration

The Corporation shall have perpetual duration.

ARTICLE III
Purpose

The Corporation is a not-for-profit Corporation. The specific and primary purposes for which this Corporation are formed are to operate for the advancement of religious, scientific, educational, or other charitable purposes as defined under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (hereinafter "the Code").

The general purposes for which this Corporation is formed are to operate exclusively for such religious, educational or other charitable purposes as will qualify this Corporation as an exempt organization under 501(c)(3) by the distribution of its funds to organizations that are qualified as tax-exempt under the Code.

ARTICLE IV
Organization

The Corporation is organized upon a non-stock basis. The authorized number and qualifications of the members of the Corporation, the manner of their admission, the different classes of membership, if any, the property, voting, and other rights, privileges and obligations of members, if any, shall be as regulated in the By-Laws.

ARTICLE V
Principal and Registered Office

The principal office and initial registered office of the Corporation is: **15010 Shell Point Boulevard, Fort Myers, County of Lee, State of Florida 33908**. The name of the Corporation's initial registered agent at such street address is: **PAUL PAGE**.

ARTICLE VI
Board of Directors

The powers of this Corporation shall be exercised, its property controlled, and its affairs conducted by a Board of Directors. The number of Directors of the Corporation initially shall be six (6). In no event shall the Board have less than three (3) Directors. The number of Directors may be changed by a By-Law duly adopted pursuant to the By-Laws of this Corporation. The initial Directors and their addresses are as follows:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
DENNIS BAYES	Treasurer	15000 Shell Point Boulevard Fort Myers, Florida 33908
JEFF CORY	Secretary	15010 Shell Point Boulevard Fort Myers, Florida 33908
PAUL PAGE	Chairman	2412 Kent Avenue Fort Myers, Florida 33907

The method of election of directors is as stated in the bylaws.

ARTICLE VII
Incorporators

The names and addresses of each incorporator are:

<u>NAME</u>	<u>ADDRESS</u>
PAUL PAGE	2412 Kent Avenue Fort Myers, Florida 33907

ARTICLE VIII
Officers

The Board of Directors shall elect the following officers: President, Vice President, and Secretary/Treasurer; and such other officers as the By-Laws of this Corporation may authorize the Directors to elect from time to time.

ARTICLE IX
Corporate Action

Subject to the limitations contained in the By-Laws and any limitations set forth in the Not-For-Profit Corporation Act of Florida, concerning corporate action that must be authorized or approved by the members of the Corporation, the By-Laws of the Corporation may be made, altered, rescinded, added to, or new By-Laws may be adopted, either by a Resolution of the Board of Directors or by following the procedure set forth therefor in the By-Laws.

ARTICLE X
Prohibitions

The property of this Corporation is dedicated to charitable purposes and no part of the net income or assets of this Corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual. The Corporation shall be authorized and empowered to pay reasonable compensation for services rendered so long as said

Corporation does not violate Section 4941 of the Code relating to "self dealing", or any other applicable provision of the Code which would disqualify said Corporation as a tax exempt entity.

The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code, or corresponding provisions of any subsequent Federal Tax Laws, rulings or regulations.

The Corporation shall not engage in any act or self dealing as defined in Section 4941(d) of the Code or corresponding provisions of any subsequent Federal Tax Laws, rulings or regulations.

The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Code, or corresponding provisions of any subsequent Federal Tax Laws, rulings or regulations.

The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Code, or corresponding provisions of any subsequent Federal Tax laws, rulings or regulations.

The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Code, or corresponding provisions of any subsequent Federal Tax Laws, rulings or regulations.

Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activity not permitted to be carried on (a) by a Corporation exempt from Federal Income Tax under Section 501(c)(3) of the Code, or corresponding provisions of any subsequent Federal Tax Laws, rulings or regulations, or (b) by a Corporation, contributions to which are

deductible under Section 170(c)(2) of the Code, or corresponding provisions of any subsequent Federal Tax Laws, rulings or regulations.

ARTICLE XI
No Influence of Elections or Legislation

No substantial part of the activities of the Corporation shall be 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 distribution of statements) any political campaign on behalf of any candidate for public office.

ARTICLE XII
Dissolution

Upon dissolution of the Corporation, the assets shall be distributed for one or more exempt purposes within the meaning of 501(c)(3) of the Code, or corresponding Section of any future Federal Tax Code, or shall be distributed to the federal, state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas, of the County in which the principal office of the Corporation is then located, exclusively for such purposes.

ARTICLE XIII
Amendment

Amendments to these Articles of Incorporation may be proposed by a Resolution adopted by the Board of Directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of at least two-thirds (2/3rds) of a quorum of members of the Corporation.

I, the undersigned, being the Incorporator of this Corporation, for the purpose of forming this Not-for-Profit Charitable Corporation under the laws of Florida, have executed these Articles as of this 4th day of October, 2001.

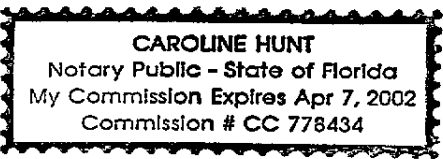
Paul Page
Paul Page

STATE OF FLORIDA
COUNTY OF LEE

Execution of the foregoing instrument was acknowledged before me this 4th day of October, 2001, by PAUL PAGE, who is () personally known to me or who () produced _____ as identification.

Caroline Hunt
Signature of Notary Public
Caroline Hunt
Printed Name of Notary Public

(SEAL)
Comm. No: 778434
Comm. Exp. Date: April 7, 2002



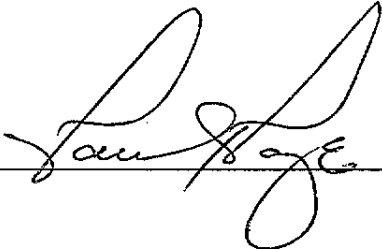
RESIDENT AGENT ACCEPTANCE

FILED

2001 OCT 17 PM 2: 23

SECRETARY OF STATE
TALLAHASSEE FLORIDA

I, PAUL PAGE, located at 15010 Shell Point Boulevard, Fort Myers, Florida 33908,
having been named to accept service of process for The Legacy Foundation at Shell Point, Inc.
hereby agree to act in this capacity, and I further agree to comply with the provisions of all
Statutes relative to the proper and complete performance of my duties.



Paul Page

Dated: October 4, 2001