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03 JUN -9 AM 8:56
FLORIDA

[Handwritten signature and initials]

Isaac H. Nunn
129 S.E. 1st Ave.
Cape Coral, Fl 33990

Ph: (239) 458-1367

June 6, 2003

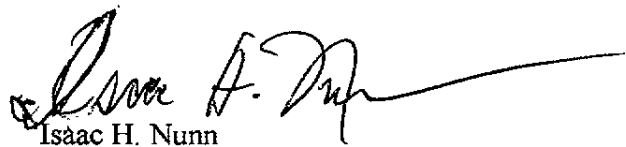
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: The Bill Pierce Foundation

:Please find enclosed a money order in the amount of \$87.50 for the filing fee , a Certificate of Good Standing and a Certified Copy of the above referenced corporation..

Please return the documents to the above referenced address.

Sincerely,


Isaac H. Nunn

ARTICLES OF INCORPORATION

FOR

THE BILL PIERCE FOUNDATION, Inc.

A FLORIDA NON-PROFIT CORPORATION

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
03 JUN -9 AM 8:56

The undersigned, acting as incorporator(s) of a corporation pursuant to Chapter 617, Florida Statutes, adopt(s) the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation shall be:

THE BILL PIERCE FOUNDATION, Inc.

ARTICLE II. PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and the mailing address of this corporation shall be: **2701 Dr. Martin Luther King Jr. Blvd., Fort Myers. Fl 33916.**

ARTICLE III. PURPOSE(S)

This corporation is organized for charitable and educational purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code (or the corresponding portions of any future United States Internal Revenue Law), including, to the extent permitted by said Section 501 (c) (3), the redevelopment, promotion, upgrading, and rehabilitation of the cultural, historical, social and economic aspects of Lee County, Florida, and its environs.

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 distributing of statements) any political campaign on behalf of any candidate for public office.

This Corporation is an shall remain a corporation not for profit. The Corporation shall not have nor issue shares of stock. No dividends shall be paid, and no part of the net earnings of the Corporation shall inure to the benefit of its members, directors or officers, or to the benefit of any private shareholder or individual.

ARTICLE IV. MANNER OF ELECTION OF DIRECTORS

The Directors shall be appointed by the Board of Directors.

ARTICLE V. DIRECTORS OF CORPORATION

The names and addresses of the Directors of this Corporation are:

Chairman: Dana Pierce. 1370 Brookhill Dr. Fort Myers, Fl 33916

Vice-Chairman: Kelvin Mulkey 1370 Brookhill Dr. Fort Myers, Fl 33916

Secretary/Treasurer: Bill Pierce 2701 Dr. Martin Luther King Blvd.
Fort Myers, Fl 33916

Second Vice-Chairman: Derika Folks 1370 Brookhill Dr. Fort Myers,
Fl 33916

ARTICLE VI. TERM OF EXISTENCE

The Corporation shall exist perpetually.

ARTICLE VII. BY-LAWS

Section One: The Board of Directors may provide such By-Laws for the conduct of its business and the carrying out of its purposes as it may deem necessary.

Section Two: The By-Laws may be repealed or amended, and new By-Laws may be adopted, by the Board of Directors.

ARTICLE VIII. DISTRIBUTION OF ASSETS UPON DISSOLUTION

No persons, firm or corporation shall ever receive any dividends or profits from the undertaking of this Corporation. In the event of dissolution, the residual assets of the organization shall be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501 (c) (3) and 170 sections of any prior or future Internal Revenue Code, or to the Federal, State or Local Government for exclusive public purposes, and none of the assets will be distributed to any member, director, officer, or trustee of this Corporation.

ARTICLE IX. AMENDMENTS

Amendments to these Articles of Incorporation may be proposed either by the Board of Directors. These Articles of Incorporation may be amended by a two-thirds vote of the Directors present at any regular or special meeting, a majority being assembled, upon seven days' written notice of such meeting setting forth in detail the proposed amendment.

ARTICLE X. INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and the street address of the initial registered agent is:

ISAAC H. NUNN 129 S.E. 1ST AVE. CAPE CORAL, FL 33990

ARTICLE XI. INCORPORATOR

The name and address of the incorporators are: **Dana Pierce 1370 Brookhill Dr. Fort Myers, 33916.** The undersigned incorporator has executed these Articles of Incorporation this 4 day of JUNE, 2003.


Dana Pierce, Incorporator

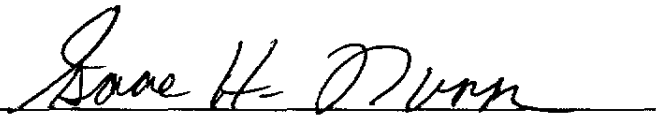
CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating its registered office and registered agent in the State of Florida:

1. The name of the corporation is: **THE BILL PIERCE FOUNDATION, Inc.**

2. The name and address of the registered agent and office of the corporation is: **ISAAC H. NUNN 129 S.E. 1ST AVE. CAPE CORAL, FLORIDA 33990.**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



ISAAC H. NUNN
Registered Agent

STATE OF FLORIDA

COUNTY OF LEE

Signed and Sealed this 4th day of June, 2003.



Paula D. Holiday
Commission # CC 943965
Expires June 11, 2004
Bonded Thru
Atlantic Bonding Co., Inc.


NOTARY

FILED
SECRETARY OF STATE
TALLAHASSEE FLORIDA
03 JUN -9 AM 8:56