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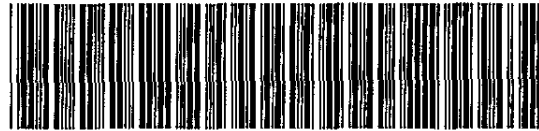
(Business Entity Name)

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TRANSMITTAL LETTER

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

SUBJECT: The Ivy Foundation, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

\$70.00
Filing Fee

\$78.75
Filing Fee &
Certificate of
Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Doretha A. Pratt
Name (Printed or typed)

3020 9th Ave Dr. East
Address

Palmetto, FL 34221
City, State & Zip

(941) 722-5006
Daytime Telephone number

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

Articles of Incorporation

We, the undersigned do hereby subscribe our names to these Articles of Incorporation for the purpose of creating a corporation, non-profit in nature and purpose, in accordance with Chapter 617, Florida Statutes, as now in force or here after amended.

Article I

The name of the corporation shall be the Ivy Foundation Inc.

Article II

The address of the principal office and mailing address of the corporation shall be P.O. Box 302, Bradenton, Florida. 34206.

Article III

This Corporation is organized and shall operate exclusively for charitable, educational and scientific purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code of 1986, as amended, or any corresponding section of any future federal tax code generally related to or in furtherance of the above purposes. Such purposes shall include the following:

To provide to the extent possible programs to assist in the education, culture and mental growth of children, youth, young adults and the aging of Manatee and Sarasota Counties (State of Florida) residents.

Article IV

The initial members of the Corporation shall consist of the incorporators and the initial Board of Directors. Qualifications for members and the manner of admission and removal shall be regulated by the Bylaws of the Corporation.

Article V

The Corporation shall have all of the common law and statutory powers of a corporation not for profit pursuant to the laws of the State of Florida that are not in conflict with the terms of these Articles. The Corporation shall not issue shares of stock. The Corporation is constituted so as to attract substantial support from contributions from persons in the communities in which it operates and has been formed for pecuniary profit or financial gain. The Corporation shall not distribute any or part of its income to its members, directors or officers.

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 any political campaign on behalf of any candidate for

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TALLAHASSEE, FLORIDA

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public office. Notwithstanding any other provision of the Articles, the Corporation shall not carry on any other activities not permitted to be carried on

- (a) by a Corporation exempt from federal income tax under section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or
- (b) by a Corporation, contributions to which are deductible under Section 170(c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon the dissolution of the Corporation, assets shall be distributed to one or more organizations that are organized and operated exclusively for charitable, educational, religious or scientific purposes and that shall at the time qualify as exempt organizations, under Section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, after paying or making provisions for the payment of all liabilities of the Corporation. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county where the principal office of the Corporation is then located, exclusively for the purposes or to the organization or organizations as said court shall determine are organized and operated exclusively for charitable, educational, religious or scientific purposes.

Article VI

The street address of the corporation's initial registered office and the name of its initial registered agent at this office are as follows:

Doretha A. Pratt
3020 9th Ave. Dr. East
Palmetto, FL 34221

Article VII

The name and address of each incorporator is listed below:

Ann Pearcey 1413 10 th Ave. East, Bradenton, FL 34208	President
Jacquelin Jones P.O. Box 295 Parrish, FL 34219	Vice President
Brenda Harvey 1010 25 th Street, Bradenton, FL 34208	Secretary
Sheron Corbett 2222 13 th Ave. East. Bradenton, FL 34208	Treasurer
Francina Hollaway 5637 Forester Lake Dr., Sarasota, FL 34243	Member
Shirley Shaw 2340 Lockwood Meadows Cir., Sarasota, FL 34234	Member

Article VIII

The qualification for and manner of admission of members shall be regulated by the bylaws.

Article IX

The first bylaws of the Corporation shall be adopted by the Board of Directors and may be altered, amended or rescinded by the directors or the members in the manner provided in the bylaws.

Article X

The Corporation shall indemnify each officer and director, including former officers and directors, to the full extent permitted by law.

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

Doratha A. Pratt
Signature/Registered Agent

April 10, 2004
Date

Ann B. Penning
Signature/Incorporator

4-10-04
Date

W. Jeffrey R. Egan
Signature/Incorporator

4/10/04
Date

Sharon Gorbett
Signature/Incorporator

4-10-04
Date

Terrence M. Holley
Signature/Incorporator

4-10-04
Date

Shuley T. Raw
Signature/Incorporator

April 10, 2004
Date

Brenda Hawey

April 10, 2004

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