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(((H05000182578 3)))

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DIVISION OF STATE
CORPORATIONS, FLORIDA

FLORIDA NON-PROFIT CORPORATION

The Terri Schindler Schiavo Foundation, Inc.

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Audit No. H05000182578 3

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**ARTICLES OF INCORPORATION
OF
THE TERRI SCHINDLER SCHIAVO FOUNDATION, INC.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator to these articles of incorporation hereby forms a corporation not for profit (the "Corporation") under the laws of the State of Florida as follows:

ARTICLE I

Name, Principal Place of Business, and Mailing Address

The name of the Corporation is: The Terri Schindler Schiavo Foundation, Inc. The principal place of business and mailing address is: 5562 Central Avenue, Suite 2, St. Petersburg, Florida 33707.

ARTICLE II

Term of Existence

The date when corporate existence shall commence shall be the date of the filing of these articles of incorporation by the office of the Florida Department of State and the Corporation shall have perpetual existence thereafter.

ARTICLE III

Purpose

The Corporation is organized and shall be operated exclusively for scientific, educational, and charitable purposes, including, for such purposes the following:

1. Educate the general public regarding current guardianship laws and state laws on death by dehydration and starvation.
2. Provide information and resources on advanced directives, medical futility policies, and individual constitutional rights.
3. Offer seminars to the general public on the foregoing issues and provide information and resources through its website and printed materials.
4. Establish a public referral network of professionals and organizations that are dedicated to advocate, protect, and provide care for people with disabilities and their families.

The Corporation shall have all powers now or hereafter granted by law, and in addition thereto shall have all powers lawfully necessary or required to carry out its purposes and objects. All of the assets or earnings shall be used exclusively for the purposes hereinabove set out, including payment of expenses incidental thereto. No part of the net earnings shall inure to the benefit of any individual, and no part of its activities shall be for the carrying on of propaganda or otherwise attempting to influence legislation.

Audit No. H05000182578 3

ARTICLE IV

Members

The qualifications of members and the manner of admission of members shall be as specified in the bylaws of the Corporation.

ARTICLE V

Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is 4221 W. Boy Scout Boulevard, Suite 1000, Tampa, Florida 33607, and the name of its initial registered agent at such address is CFRA, LLC.

ARTICLE VI

Directors

The Corporation shall have three (3) directors initially. The number of directors may be increased or decreased from time to time and their election and appointment shall be as specified in the bylaws of the corporation, provided that the corporation shall always have at least three directors. The name and address of initial director of the corporation who shall serve until his or her successor is duly elected and qualified are:

<u>Name</u>	<u>Address</u>
Robert S. Schindler Sr.	6075 Shore Blvd., S. #402 Gulfport, FL 33707
Robert S. Schindler Jr.	3101 Sea Way Ct. #105 Tampa, FL 33629
Suzanne Vitadamo	6368 7 th Avenue N. St. Petersburg, FL 33710

ARTICLE VII

Incorporator

The name and address of the incorporator signing these articles of incorporation are:

<u>Name</u>	<u>Address</u>
Robert S. Schindler Jr.	3101 Sea Way Ct. #105 Tampa, FL 33629

Audit No. H05000182578 3

ARTICLE VIII
Bylaws

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors of the Corporation.

ARTICLE IX
Amendment

These articles of incorporation may be amended in the manner provided by law.

ARTICLE X
Dissolution

Upon a dissolution of the Corporation, the residual assets of the Corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986, as amended, or corresponding sections of any prior or future law, or to the federal, state, or local government for exclusive public purpose.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 21st day of July 2005 .


Robert S. Schindler, Jr.
Incorporator

Audit No. H05000182578 3

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05 JUL 29 AM 10:45

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Corporation, at the place designated as the registered office, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accept the duties and obligations of its position as registered agent.

Dated this 29th day of July 2005.

CFRA, LLC,
a Florida limited liability company

By: _____

Name: Cristin A. Cortley