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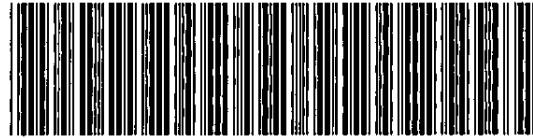
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TALLAHASSEE, FLORIDA

CG.6-19

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

THE MCGIVNEY
FOUNDATION, Inc.

Signature

Requested by

Name

Date

Time

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☒ Art of Inc. File

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☐ Merger File

☐ Art. of Amend. File

☐ RA Resignation

☐ Dissolution / Withdrawal

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☒ Photo Copy

☐ Certificate of Good Standing

☐ Certificate of Status

☐ Certificate of Fictitious Name

☐ Corp Record Search

☐ Officer Search

☐ Fictitious Search

☐ Fictitious Owner Search

☐ Vehicle Search

☐ Driving Record

☐ UCC 1 or 3 File

☐ UCC 11 Search

☐ UCC 11 Retrieval

☐ Courier

**ARTICLES OF INCORPORATION
FOR
THE MCGIVNEY FOUNDATION, INC.**

FILED

2000 JUN 18 AM 10:41

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 MCGIVNEY 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: 5800 15TH AVENUE SOUTH, GULFPORT, FLORIDA 33707.

ARTICLE III PURPOSE(S)

The purposes for which the Corporation is formed are:

(a) The Corporation is organized exclusively for educational, religious and charitable purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under §501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), and, more specifically, to receive and administer funds for such charitable, religious and educational purposes, all for the public by bequest, devise, gift, purchase, or lease, either absolutely or in trust for such objects and purposes or any of them, any property, real, personal or mixed, without limitation as to amount of value, except such limitations, if any, as may be imposed by law; to sell, convey, and dispose of any such property and to invest and reinvest the principal thereof, and to deal with and expend the income therefrom for any of the before-mentioned purposes, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received; to receive any property, real, personal mixed, in trust, under the terms of any will, deed of trust, or other trust instrument for the foregoing purposes or any of them, and in administering the same to carry out the directions, and exercise the powers contained in the trust instrument under which the property is received, including the expenditure of the principal as well as the income, for one or more of such purposes, if authorized or directed in the trust instrument under which it is received, but no gift, bequest or devise of any such property shall be received and accepted if it be conditioned or limited in such manner as shall require the disposition of the income or its principal to any person or organization other than an "exempt organization" or for other than "exempt purposes" within the meaning of §501 (c)(3) of the Internal Revenue Code of 1986, as now in force or afterward amended, or as shall in the opinion of the Board of Directors, jeopardize the federal income tax exemption of the Corporation pursuant to §501(c)(3) of the Internal Revenue Code of 1986, as now in force or later amended; to receive, take title to, hold, and use the proceeds and income of stocks, bonds,

obligations, or other securities of any corporation or corporations, domestic or foreign, but only for the foregoing purposes, or some of them; and, in general, to exercise any, all and every power for which a non-profit corporation organized under the applicable provisions of the State of Florida, can be authorized to exercise, but only to the extent the exercise of such powers are in furtherance of exempt purposes.

(b) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, officers, 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 these Articles. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation (except that, if the Corporation so elects, it may make such expenditures in conformity with §501(h) of the Internal Revenue Code) and the Corporation shall not participate in or intervene in (including publishing or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office. Notwithstanding any other provision of these 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 §501 (c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), or (b) by a corporation, contributions to which are deductible under §170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law).

(c) Included among the educational, religious and charitable purposes for which the Corporation is organized, as qualified and limited by subparagraphs (a) and (b) of this Article 4 are the following:

The planned activity of this Corporation is to benefit charitable and religious activities and to support Catholic and other religious charities, assist Catholic parishes and Catholic parochial programs, to provide relief to the poor and indigent, and to support the United States of America.

The object of the Corporation is to be non-political and devoted to promoting a closer association between the Corporation, Christ and the Catholic community. In addition, the organization will be devoted to upholding and maintaining the Constitution of the United States of America and the individual freedoms thereunder.

The Corporation shall also assist in charitable and religious works of any nature and to raise funds for carrying the same into effect.

(d) To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers earlier set forth, either alone or in association with other corporations, firms, or individuals, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected

with the aforesaid objects or purposes of any part or parts thereof, provided the same are not inconsistent with the laws under which this Corporation is organized.

ARTICLE IV MANNER OF ELECTION OF DIRECTORS

The Directors shall be elected on an annual basis by the ^{original}~~Board of Directors~~^{members} of the Corporation. The duties, removal of and restrictions concerning the Directors, shall be governed by the Bylaws. However, the Corporation shall, at a minimum, have three (3) Directors.

ARTICLE V MEMBERS

The Corporation shall have no members.

ARTICLE VI DISSOLUTION

Upon the dissolution or liquidation of the Corporation, the assets of the Corporation shall be distributed to an organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 as amended as to be determined by the Board of Directors. Otherwise the assets of the Corporation shall be distributed to an educational, religious, literary or other organization which is similar to the Corporation and which organization is exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the assets shall be distributed to the United States of America.

ARTICLE VII PROHIBITIONS

The Corporation shall not engage or devote more than an insubstantial part of its activities to influencing legislation by propaganda or otherwise; or to directly or indirectly participate in or intervene in any political campaign on behalf or in opposition to any candidate for public office; or to have objectives and to engage in activities that will characterize it as an "action" organization.

ARTICLE VIII LIMITATION OF CORPORATE POWERS

The corporate powers of this Corporation are as provided in section 617.0302, Florida Statutes.

ARTICLE IX INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and the street address of the initial registered agent is: Patrick M. O'Connor, Esquire of O'Connor & Associates, 1250 S. Belcher Road, Suite 160, Largo, Florida 33771.

ARTICLE X INCORPORATORS

The name and street address of the incorporator for these Articles of Incorporation is: DONALD A. MULHOLLAND, 5800 15TH AVENUE SOUTH, GULFPORT, FLORIDA 33707.

THE UNDERSIGNED, being the incorporator, for the purpose of forming a Corporation under the Laws of the State of Florida, does make, file and record this Certificate of Incorporation, does certify that the facts herein stated are true, and, accordingly, have hereto set his hand and seal this 5 day of May, 2008.

By:




DONALD A. MULHOLLAND
Incorporator

Acknowledgment of Registered Agent

I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.

By:



Patrick M. O'Connor
Registered Agent

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2008 JUN 18 AM 10:42
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TALLAHASSEE, FLORIDA