

**Murphy
&
Murphy**

Attorneys, P.A.

John T. Murphy
John C. Murphy
Kurt C. Weiss

1901 South Harbor City Boulevard • Suite 805 • Melbourne, Florida 32901
Telephone: (407) 676-2525 Fax: (407) 728-0809

N9500001990

April 18, 1995

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

RE: INDUSTRY FOR THE POOR, INC.

Dear Friends:

Enclosed are the Articles of Incorporation for the above-named proposed Florida corporation. Also enclosed is our firm's check in the amount of \$70.00, representing payment of the following:

Filing fee	35.00
Registered agent fee	<u>35.00</u>
	\$70.00

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-04/24/95--01046--007
*****70.00 *****70.00

Please file the enclosed Articles of Incorporation and return the copy to the undersigned.

Thank you for your attention to this matter.

Sincerely,

John T. Murphy
John T. Murphy, Esq.

JTM:cf
Enclosures

BE 4/26

55 APR 24 PM 2:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
INDUSTRY FOR THE POOR, INC.
A FLORIDA NONPROFIT CORPORATION**

FILED
95 APR 21 PM 2:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

CORPORATE NAME

The name of this corporation is INDUSTRY FOR THE POOR, INC.

ARTICLE II

CORPORATE NATURE

This is a nonprofit corporation, organized solely for general charitable purposes pursuant to the Florida Corporations Not for Profit Law set forth in Section 617 of the Florida Statutes.

ARTICLE III

DURATION

The term of the existence of the corporation is perpetual.

ARTICLE IV

GENERAL AND SPECIFIC PURPOSES

The specific and primary purposes for which this corporation is formed are:

A. For the advancement of charity education and any other related or corresponding charitable purposes by the distribution of its funds for such purposes.

B. To operate exclusively in any other manner for such religious, charitable and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or under any corresponding provisions of any subsequent Federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended, including private foundations and private operating foundations.

ARTICLE V

MANAGEMENT OF CORPORATE AFFAIRS

A. Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors, consisting of not less than three (3) persons. The number of Directors of the corporation shall be three (3), provided however, that such number may be changed by a By-Law duly adopted.

The names and addresses of the initial members of the Board of Directors are as follows:

<u>Name</u>	<u>Address</u>
BARBARA J. WARWICK	3845 Pine Cone Road, Melbourne, FL 32934
THOMAS P. WARWICK	3845 Pine Cone Road, Melbourne, FL 32934
PATRICK V. KENNEDY	120 Desoto Parkway, Satellite Beach, FL 32937

ARTICLE VI

EARNINGS AND ACTIVITIES OF CORPORATION

A. No part of the net earnings of the corporation shall inure to the benefit of, nor be distributable to its members, 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 Article IV hereof.

B. 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.

C. 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 Section 501(c)(3) of the Internal Revenue Code, as amended, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, as amended.

D. Notwithstanding any other provisions of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE VII

DISTRIBUTION OF ASSETS

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, religious, or scientific purposes as shall at the time qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code as amended, as the Board of Directors shall determine. Any such assets not so disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII

MEMBERSHIP

The qualification for members and the manner of their admission shall be regulated by the By-Laws for this corporation.

ARTICLE IX

SUBSCRIBERS

The names and residence addresses of the Subscribers of this corporation are as follows:

<u>Name</u>	<u>Address</u>
BARBARA J. WARWICK	3845 Pine Cone Road, Melbourne, FL 32934
THOMAS P. WARWICK	3845 Pine Cone Road, Melbourne, FL 32934
PATRICK V. KENNEDY	120 Desoto Parkway, Satellite Beach, FL 32937

ARTICLE X

AMENDMENT OF BY-LAWS

Subject to the limitations contained in the By-Laws, and any limitations set forth in the Corporations Not for Profit Law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, By-Laws of this 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-Law.

ARTICLE XI

DEDICATION OF ASSETS

The property of this corporation is irrevocably 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.

ARTICLE XII

REGISTERED AGENT

The corporation's registered office shall be located at 3845 Pine Cone Road, Melbourne, Florida, and the name of its registered agent at said address shall be Thomas P. Warwick. *The principal place of business is at the same address.*

ARTICLE XIII

AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors in the manner set forth in the By-Laws of this corporation.

The subscribers of this corporation, have executed these Articles of Incorporation, this 18th day of April, 1995.


Subscriber - Incorporator

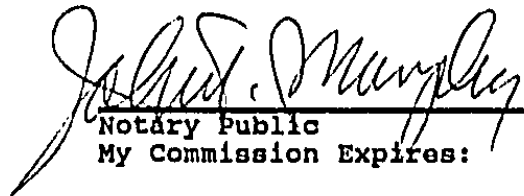

Subscriber - Incorporator


Subscriber - Incorporator

STATE OF FLORIDA
COUNTY OF BREVARD

BEFORE ME, the undersigned authority, personally appeared BARBARA J. WARWICK, THOMAS P. WARWICK, and PATRICK V. WARWICK to me known to be the person who executed the foregoing Articles of Incorporation, and they acknowledged to and before me that they executed such instrument.

IN WITNESS WHEREOF, I have herunto set my hand and seal this 18th day of April, 1995.



Notary Public
My Commission Expires:

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is INDUSTRY FOR THE POOR, INC.
2. The name and address of the registered agent and office is:
THOMAS P. WARWICK, 3845 Pine Cone Drive, Melbourne, Florida 32934.



THOMAS P. WARWICK, President
April 18, 1995

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.



THOMAS P. WARWICK
April 18, 1995

FILED
95 APR 24 PM 2:08
SECRETARY OF STATE
TALLAHASSEE FLORIDA