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FLORIDA NON-PROFIT CORPORATION  
TOBY THE CLOWN FOUNDATION, INC.

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**ARTICLES OF INCORPORATION**  
**OF**  
**TOBY THE CLOWN FOUNDATION, INC.**  
**A Florida Corporation, not for profit**

**ARTICLE I**  
**NAME**

The name of the corporation is TOBY THE CLOWN FOUNDATION, INC.

**ARTICLE II**  
**DURATION**

The term of existence of the corporation is perpetual.

**ARTICLE III**  
**PURPOSE**

The purpose for which the corporation is organized is the teaching of the art of clowning and it's advancement and to bring joy, happiness, smiles, laughter and love to all. There shall be no power to engage in any activity which would disqualify the corporation as an exempt organization which under §501 of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended.

No part of the assets or the net earning of this corporation

shall inure to the benefit of any private shareholder or individual; no substantial part of the activities of this corporation shall be carrying on propaganda, or otherwise attempting, to influence legislation; and this corporation shall not participate or intervene in, any political campaign on behalf of any candidate for public office.

**ARTICLE IV**  
**DIRECTORS**

The Directors of the corporation shall be not less than three (3) in number and shall be selected by the method set forth in the By-laws of the corporation. The initial Directors for the corporation and their addresses are as follows:

<u>NAME</u>	<u>ADDRESS</u>
NANCY KRATZER	852 U.S. 27 North Lake Placid, Florida 33852
SUZANN REED	627 Lake Blue Drive Lake Placid, Florida 33852
CHARLES KRUEGER	114 Bouganvillea Street, N.E. Lake Placid, Florida 33852
FRANCIS YORIO	32 Lake June-In-Winter Drive Lake Placid, Florida 33852
KEITH D. STOKES	1539 Lake Clay Drive Lake Placid, Florida 33852

**ARTICLE V**  
**REGISTERED OFFICE**

The street address for the initial registered office is 1539 Lake Clay Drive, Lake Placid, Florida 33852, and the initial registered agent at such address is KEITH D. STOKES.

The principal place of business of this corporation shall be 1539 Lake Clay Drive, Lake Placid, Florida 33852, and the mailing address for the corporation shall be \* Keith D. Stokes, 1539 Lake Clay Drive, Lake Placid, Florida 33852.

**ARTICLE VI**  
**INCORPORATOR**

The name and address of the sole incorporator to these Articles of Incorporation is KEITH D. STOKES, 1539 Lake Clay Drive, Lake Placid, Florida 33852.

**ARTICLE VII**  
**DISTRIBUTION OF ASSETS UPON DISSOLUTION OR FINAL LIQUIDATION**

Upon dissolution or the winding up of the affairs of this corporation, for whatever reason, its assets shall be first applied to the payment of any liabilities and the balance thereof shall be distributed, transferred, conveyed, delivered, and paid over to such other organizations as may be designated by the donor of a particular fund or property, or in the absence of such a designation, by the Board of Directors; provided, however, that any

such organization shall themselves be qualified for exemption under Section 501(c) (3) of the Internal Revenue Code of 1954, as amended; and provided further that this Article VII shall not be subject to amendment.

**ARTICLE VIII  
AMENDMENTS TO ARTICLES**

Amendments to these Articles of Incorporation shall be made as per the procedure set forth within the By-laws for the corporation.

IN WITNESS WHEREOF, I have subscribed my name this 10<sup>th</sup> day of the May, 1999.

*Keith D. Stokes*  
\_\_\_\_\_  
KEITH D. STOKES  
Incorporator

STATE OF FLORIDA  
COUNTY OF HIGHLANDS

The foregoing instrument was acknowledged before me this 10<sup>th</sup> day of May, 1999, by KEITH D. STOKES, who is [X] personally known to me, or who has [ ] produced his \_\_\_\_\_ as identification and who did not take an oath.

*J. Timothy Sheehan*  
\_\_\_\_\_  
J. TIMOTHY SHEEHAN  
Notary Public, State of Florida  
(Affix Seal)



"OFFICIAL SEAL"  
J. Timothy Sheehan  
My Commission Expires 10/10/2002  
Commission #CC 752126

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ACCEPTANCE

I agree as registered agent to accept service of process, to keep the registered office open during prescribed hours, and to post my name in some conspicuous place in the office as required by law.

*Keith D. Stokes*  
\_\_\_\_\_  
KEITH D. STOKES  
Registered Agent

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