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N 99 000006370
October 22, 1999

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

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-10/25/99-01036-011
*****70.00 *****70.00

RE: ARTICLES OF INCORPORATION
OF VICKI LYN ROBINSON
FOUNDATION, INC.

Dear Department of State - Division of Corporations:

Enclosed is an original and one (1) copy of the Articles of Incorporation, check in the amount of \$70.00 representing the filing fee and a self-addressed stamped envelope.

Upon filing, please return a filed copy to the undersigned in the enclosed envelope.

Thank you for your attention to this matter.

Sincerely,

VICKI LYN ROBINSON
FOUNDATION, INC.

Thomas A. Klug, Director

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Enclosures

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**ARTICLES OF INCORPORATION
OF
VICKI LYN ROBINSON FOUNDATION, INC**

The undersigned incorporators, for the purpose of forming a corporation under the Florida Not Profit Corporation Act, hereby adopts the following Articles of Incorporation:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE I
NAME**

The name of the non-profit corporation is: **VICKI LYN ROBINSON FOUNDATION, INC**

**ARTICLE II
PRINCIPAL PLACE OF BUSINESS**

The principal place of business of the VICKI LYN ROBINSON FOUNDATION, INC. shall be located in City of Tampa, County of Hillsborough, State of Florida and its mailing address shall be:

**401 EAST JACKSON STREET, Suite 2400
TAMPA, FLORIDA 33602**

**ARTICLE III
PURPOSE**

The specific purpose, or purposes, for which the foundation is organized are:

1. To help parents with troubled children and/or troubled children.
2. To provide resource information in booklets, on the internet and on other media for parents and/or children to access which will provide valuable information on residential treatment centers, counseling, religious programs, support groups, community service and other organizations helping parents with troubled children and/or troubled children.
3. To provide local, regional and nationwide support groups comprised of qualified individuals who will be available for mentoring parents and/or troubled children.
4. To provide educational classes and seminars for parents with troubled children and/or troubled children.
5. To provide local, regional and national facilities staffed by qualified personnel to work with parents with troubled children and/or troubled children.
6. To provide hotlines for parents with troubled children and/or troubled children to call and obtain immediate help.
7. To provide proper testing to help identify children who are rebellious, suffering from severe emotional and/or behavioral problems, suicidal, parentcidal and/or drug addicts.
8. To support legislation on protection rights of parents and children.

9. To support legislation on providing updated information on resources for parents with troubled children and/or troubled children to turn to for help.
10. The foundation is further organized exclusively for charitable, religious, education and scientific purposes, including, for such purposes, the making of distributions to organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any Federal tax code.

**ARTICLE IV
CAPITALIZATION**

- A) The foundation is organized upon a non-stock directorship basis.
- B) The description and value of the foundation's real property assets are: **NONE**
- C) The description and value of the foundation's personal property are: **NONE OTHER THAN INITIAL CASH CONTRIBUTION.**
- D) Methods of financing the foundation are: **FUNDRAISING ACTIVITIES INCLUDING GOLF OUTINGS, DIRECT PUBLIC SUPPORT, PRIVATE DONATIONS, DONATIONS THROUGH INTERNET, RELIGIOUS ORGANIZATIONS AND DIRECT MAILINGS, AND MEMBERSHIP DUES.**

**ARTICLE V
REGISTERED OFFICE**

- A) The address of the registered office is:

**401 EAST JACKSON STREET , Suite 2400
TAMPA, FLORIDA 33602**
- B) The name of the resident agent at the registered office is:

CHARLES KLUG

**ARTICLE VI
INCORPORATORS**

Name and address of all the incorporators are as follows:

<u>Name</u>	<u>Residence or Business Address</u>
THOMAS A. KLUG	3626 Dunckel Drive Lansing, MI 48909
CHARLES KLUG	401 East Jackson Street , #2400 Tampa, FL 33602

ARTICLE VII
APPOINTMENT AND ELECTION OF
BOARD OF DIRECTORS

The initial Board of Directors shall be appointed by the incorporators of the foundation and shall serve until the first annual meeting of the Board of Directors.

Board members shall be elected at the annual meeting of Board of Directors by the board members in office on the date of annual Board of Directors meeting. The Board of Directors shall consist of nine (9) to fifteen (15). The initial Board of Directors named in the Articles of Incorporation shall serve until the first annual meeting to be held in January of year 2000. At the January 2000 annual meeting three (3) to five (5) directors shall be elected for an one (1) year term; three (3) to five (5) directors for a two (2) year term; and three (3) to five (5) directors for three (3) year terms. The directors shall elect three (3) to five (5) directors at each annual meeting held after the January, 2000 annual meeting. The terms shall begin on February 1st following the election and expire on the third January 31st following the last fiscal year of his or her term. The board may adjust the election schedule as needed to implement this staggered term provision. Additional directors shall be elected as needed to fill vacant unexpired terms.

ARTICLE VIII
INITIAL BOARD OF DIRECTORS

The incorporators hereby appoint the following individuals to the initial Board of Directors:

<u>Name</u>	<u>State of Residence</u>
MICHELLE ROBINSON	FLORIDA
ARTHUR F. KLUG	MICHIGAN
DONNA B. KLUG	MICHIGAN
KATHY GARLOW	CALIFORNIA
THOMAS A. KLUG	MICHIGAN
KIRT D. KLUG	MICHIGAN
CHARLES KLUG	FLORIDA
JAMES R. ENGLERT	FLORIDA
BYRON GIBBS WILSON, JR.	FLORIDA
MIKE OSTERMAN	FLORIDA

ARTICLE IX
NET EARNINGS

No part of the net earnings of the foundation shall inure to the benefit of or be distributable to its members, trustees, officers or other private persons, except that the foundation 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 Third hereof. No substantial part of the activities of the

foundation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the foundation shall not participate in, or intervene in (including the 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 foundation shall not carry on any other activities not permitted to be carried on (a) by a foundation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a foundation contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE X
DISSOLUTION

Upon the dissolution of the foundation, the Board of Trustees shall, after paying or making provisions for the payment of all of the liabilities of the foundation, dispose of all of the assets of the foundation exclusively for the purposes of the foundation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue code of 1996 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of competent jurisdiction of the county in which the principal office of the foundation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

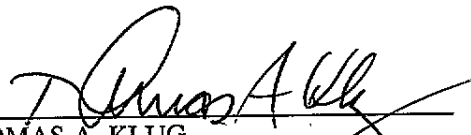
ARTICLE XI
EFFECTIVE DATE

The effective date of the above Articles of Incorporation shall be its filed date.

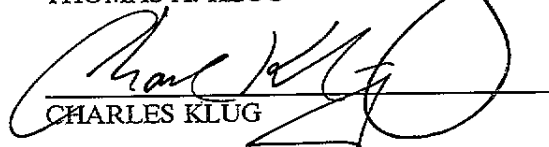
INCORPORATOR'S EXECUTION

We, the incorporators sign our names on the date set opposite our signatures.

Dated: 10/21, 1999


THOMAS A. KLUG

Dated: October 7, 1999

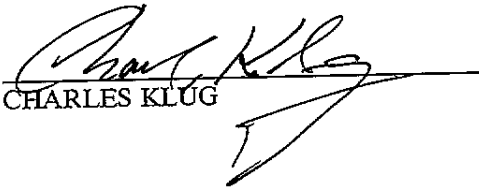

CHARLES KLUG

REGISTERED AGENT'S ACCEPTANCE

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation, I hereby accept the appointment as Registered Agent 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.

Dated: October 7, 1999


CHARLES KLUG

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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