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FLORIDA NON-PROFIT CORPORATION

CCB Family Foundation, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
of
CCB FAMILY FOUNDATION, INC.

The undersigned, acting as Incorporator, adopts the following Articles of Incorporation for a corporation not for profit pursuant to Chapter 617 of the Florida Statutes.

ARTICLE 1: CORPORATE NAME AND ADDRESS

The name and address of the Corporation shall be CCB FAMILY FOUNDATION, INC. at P.O. Box 1936, Boca Grande, Florida 33921.

ARTICLE 2: CORPORATE PURPOSE

The purposes for which this corporation is formed are to extend financial and other aid or assistance to corporations, trusts, community chests, funds and foundations which qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future U.S. Internal Revenue Law), and which are organized and operated exclusively for religious, charitable, scientific, literary or educational purposes, no substantial part of the activities of which is the carrying on of propaganda or otherwise attempting to influence legislation and no part of the earnings of which inure to the benefit of a private shareholder or individual; and to do all things necessary or incidental to these purposes.

ARTICLE 3: RESTRICTIONS ON CORPORATE POWERS

The Corporation shall possess all powers granted corporations not for profit under the laws of the State of Florida and shall be subject to all restrictions imposed on such corporations. In addition, the following restrictions shall apply:

3.01 No part of the net earnings of the Corporation shall inure to the benefit or, or be distributable to, its directors, officers, or any other private individual or entity, 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 Two hereof.

3.02 No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, except as provided in Section 501(h) of the Code. The Corporation shall not participate in, nor intervene in (including the publishing or distribution of statements) any political campaign on behalf of 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 Section 501(c)(3) of the Code or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

3.03 The Corporation will distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of

the Code. Further, the Corporation will not engage in any act or self-dealing as defined in Section 4941(d) of the Code, nor retain any excess business holdings as defined in Section 4943(c) of the Code, nor make any investments in such manner as to subject the Corporation to tax under Section 4944 of the Code, nor make any taxable expenditures as defined in Section 4945(d) of the Code.

ARTICLE 4: DISPOSITION OF ASSETS UPON DISSOLUTION

Upon the dissolution of the Corporation, the directors of the Corporation shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of 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, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, as the directors of the Corporation shall determine.

ARTICLE 5: BOARD OF DIRECTORS

The Corporation shall be governed by a Board of Directors, each of whom shall be appointed by the President to serve a three year term. In no event shall the number of Directors be less than three.

ARTICLE 6: INITIAL OFFICER

Mark Brettschneider, P.O. Box 1936, Boca Grande, Florida 33921, shall serve as the President of the Corporation.

ARTICLE 7: REGISTERED AGENT

The Corporation's initial registered agent is CT Corporation System at 1200 South Pine Island Road, Plantation, Florida 33324.

ARTICLE 8: INCORPORATOR

The name and address of the sole incorporator to these Articles of Incorporation is William J. Keating, Jr., One East Fourth Street, Suite 1400, Cincinnati, Ohio 45202.

DATED this 20th day of December, 2005.


William J. Keating, Jr. Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated nonprofit corporation, at the place designated in this certificate, the undersigned hereby agrees to act in this capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties.

CT CORPORATION SYSTEM

Connie BryanBy: Special Auth. Secretary

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