

**N000000003902**

**Florida Department of State  
Division of Corporations  
Public Access System  
Katherine Harris, Secretary of State**

**Electronic Filing Cover Sheet**

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

**((H00000031754 5))**

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

**To:**  
 Division of Corporations  
 Fax Number : (850) 922-4001

**From:**  
 Account Name : ROETZEL & ANDRESS  
 Account Number : I20000000121  
 Phone : (941) 649-6200  
 Fax Number : (941) 261-3659

FILED  
00 JUN 15 AM 9:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FLORIDA NON-PROFIT CORPORATION**

**Raymond R. and Martha G. Wernig Foundation, Inc.**

Certificate of Status		1
Certified Copy		1
Page Count		05
Estimated Charge		\$87.50

W-15080

Audit #H00000031754 5

FILED  
00 JUN 15 AM 9:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
RAYMOND R. AND MARTHA G. WERNIG FOUNDATION, INC  
a Florida not for profit corporation**

The undersigned incorporator, for the purpose of forming a not for profit corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I  
CORPORATE NAME**

The name of the not for profit corporation is Raymond R. and Martha G. Wernig Foundation, Inc. (the "Corporation").

**ARTICLE II  
PRINCIPAL OFFICE**

The principal place of business and mailing address of the Corporation shall be 4000 Gulf Shore Boulevard North, Villa 2900, Naples, Florida 34103.

**ARTICLE III  
PURPOSE**

The Corporation is organized for the purpose of charitable, educational, social or civic activities and to transact any lawful business for which not for profit corporations may be incorporated under the Florida Business Corporation Act.

#H00000031754 5

**ARTICLE IV**

**MANNER OF ELECTION OF DIRECTORS**

The Corporation shall have at least three (3) Directors, the initial Directors of which are Raymond R. Wernig, 4000 Gulf Shore Boulevard North, Villa 2900, Naples, Florida 34103, Martha G. Wernig, 4000 Gulf Shore Boulevard North, Villa 2900, Naples, Florida 34103, and R. Mark Wernig, 730 Ridgecrest Road, Akron, Ohio 44303. The number of members of the Board of Directors of the Corporation may be increased or decreased from time to time in accordance with By-Laws adopted by the Directors, but shall never be less than three (3) Directors. The initial Directors shall hold office until the first annual meeting of the corporation or until successors are elected or qualified.

**ARTICLE V**

**INITIAL REGISTERED AGENT AND STREET ADDRESS**

The initial registered agent of the Corporation shall be Michael W. McArdle, 850 Park Shore Drive, Naples, Florida 34103.

**ARTICLE VII**

**DURATION**

The duration of the Corporation is perpetual commencing upon the filing of these Articles of Incorporation with the Secretary of the State of Florida.

#H00000031754 5

#H00000031754 5

ARTICLE VIII  
INDEMNIFICATION

The Corporation shall indemnify any officer and/or director, or any former officer and/or director to the full extent of the law.

IN WITNESS WHEREOF, for the purpose of forming this Not for Profit Corporation under the laws of the State of Florida, the undersigned, constituting the sole incorporator of this Not for Profit Corporation, has executed these Articles of Incorporation this 13<sup>th</sup> day of June, 2000.

INCORPORATOR:

*[Handwritten Signature]*  
C NEIL GREGORY  
850 Park Shore Drive  
Naples, Florida 34105

STATE OF FLORIDA )  
                                  )SS:  
COUNTY OF COLLIER )

The foregoing instrument was acknowledged before me this 13<sup>th</sup> day of June, 2000, by C. Neil Gregory, who (X) is personally known to me, or who ( ) has produced \_\_\_\_\_ as identification.



*Diane L. Komoroski*  
NOTARY PUBLIC, STATE OF FLORIDA

Name: \_\_\_\_\_  
(Type or Print)

My Commission Expires:

#E00000031754 5

**RAYMOND R. AND MARTHA G. WERNIG FOUNDATION, INC.**

**ACCEPTANCE OF REGISTERED AGENT**

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.

  
Michael W. McArdle, Esq.

320258\_1

FILED  
00 JUN 15 AM 9:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

#E00000031754 5