

N00000005162



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 741612 95306A

AUTHORIZATION :

COST LIMIT : \$ 78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG - 8 AM 10:14

ORDER DATE : June 22, 2000

ORDER TIME : 3:14 PM

ORDER NO. : 741612-005

300003302033--7

CUSTOMER NO: 95306A

CUSTOMER: Ms. Joyce C. Marksbury
LEE & BURCHETT, P.A.
LEE & BURCHETT, P.A.
2014 Fourth Street

Sarasota, FL 34237

DOMESTIC FILING

NAME: THE ALVIN A. AND NORMA L.
GOULD CHARITABLE FOUNDATION,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kim Clemons - EXT.

524-6246-2557-611
W00-116043

EXAMINER'S INITIALS:

g 8/8/00

RECEIVED
00 JUN 22 PM 3:55
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



FILED
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DIVISION OF CORPORATIONS

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 22, 2000

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: THE ALVIN A. AND NORMA L. GOULD CHARITABLE
FOUNDATION INC.
Ref. Number: W00000016043

We have received your document for THE ALVIN A. AND NORMA L. GOULD CHARITABLE FOUNDATION INC. and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

A NON-PROFIT CORPORATION CANNOT HAVE SHARES OF STOCK OR STOCKHOLDERS.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 900A00035640

RECEIVED
00 AUG -7 PM 3:15
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

**THE ALVIN A. AND NORMA L. GOULD
CHARITABLE FOUNDATION, INC.**

A Florida Non-Profit Corporation

THE UNDERSIGNED, being competent to contract, does subscribe to these articles of Incorporation and acts as Incorporator for the purpose of forming a not-for-profit Corporation under the laws of the State of Florida, and does hereby adopt the following Articles of Incorporation:

ARTICLE ONE

Name

The name of the Corporation is THE ALVIN A. AND NORMA L. GOULD CHARITABLE FOUNDATION, INC.

ARTICLE TWO

Principal Office and Address

The address of the principal office of the Corporation is 7344 Point of Rocks Road, Sarasota, Florida 34242, and the mailing address of the Corporation the same.

ARTICLE THREE

Duration

The term of existence of the Corporation is perpetual and the corporate existence will commence on the filing of these Articles with the Department of State.

ARTICLE FOUR

Purpose

The purposes for which the Corporation is organized are to receive and maintain real or personal property, or both, and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary, or educational purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may

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DIVISION OF CORPORATIONS

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hereafter be amended.

Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1954 and its Regulations as they now exist or as they may hereafter be amended, or by any organization contributions to which are deductible under Section 170(c)(2) of such Code and Regulations as they now exist or as they may hereafter be amended.

ARTICLE FIVE

Limitations

No part of the earnings of the Corporation shall inure to the benefit of, or be distributable to, any Director, Officer, or member of the Corporation, or any other private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation, and reasonable expenses may be paid thereto, affecting one or more of the Corporation's purposes), and no Director or Officer of the Corporation, or any private individual shall be entitled to share in the distribution of the corporation shall include the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall neither participate nor intervene (including the publication or distribution of statements) in any political campaign on behalf of any candidate for public office, at any time.

The Corporation shall distribute its income for each taxable year at such time and in such a manner as not to become subject to tax and undistributed income imposed by Section 4942 of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

The Corporation shall not make any investments in such a manner as to subject it to tax under Section 4944 of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and the Regulations as they now exist or as they may hereafter be amended.

Upon the dissolution of the Corporation, the Board of Directors 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 a 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 (or the corresponding provisions of any further United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the circuit court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as the court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE SIX

Directors

This Corporation shall have five (5) Directors initially. The number of Directors may be increased or diminished from time to time, by an amendment of the By-Laws when such amendment is adopted by the stockholders, but shall never be less than three (3).

ARTICLE SEVEN

Initial Directors

The name and street address of the members of the initial Board of Director is:

| | |
|--------------------------------|--|
| Norma L. Gould | 7344 Point of Rocks Road Sarasota, FL 34242 |
| Carol Lynn Osterman Newman | 7344 Point of Rocks Road Sarasota, FL 34242 |
| Lisa Ellen Osterman Bykowski | 7344 Point of Rocks Road Sarasota, FL 34242 |
| Alvin Robert Gould | 7344 Point of Rocks Road Sarasota, FL 34242 |
| Marilyn Ann Gould Christiansen | 7344 Point of Rocks Road Sarasota, FL 34242 |

The above-named Directors shall hold office for the first year of existence of the Corporation or until successors are elected.

ARTICLE EIGHT

Registered Office and Agent

The street address of the initial registered office of this Corporation in the State of Florida is 2014 Fourth Street, Sarasota, Florida 34237. The Board of Directors may from time to time, without amending these Articles, move the registered office to any other address within the State of Florida.

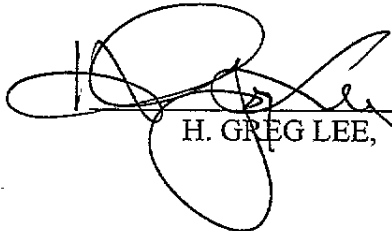
The initial Registered Agent is designated as H. Greg Lee, Attorney at Law. The Registered Agent of the Corporation may be changed at any time by a vote of the Board of Directors without an amendment of these Articles.

ARTICLE NINE

Incorporators

The name and street address of the undersigned as incorporator of these Articles of Incorporation is H. Greg Lee, Attorney-at-Law, 2014 Fourth Street, Sarasota, Florida 34237.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 2nd day of August, 2000.

 (SEAL)
H. GREG LEE, Attorney-at-Law

STATE OF FLORIDA)
COUNTY OF SARASOTA)

I HEREBY CERTIFY, that on this day, before me, a notary public duly authorized in the State and County above named to take acknowledgments, the undersigned notary public, personally appeared H. Greg Lee, known to be, and who did take an oath, to be the person whose name is subscribed to the above instrument and who executed the foregoing Articles of Incorporation, and has acknowledged before me that he voluntarily executed these Articles of Incorporation for the uses and purposes herein contained.

WITNESS my hand and official seal in the County and State above names, this 2nd day of August, 2000.

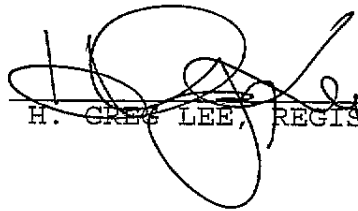

Notary Public

My Commission Expires:



Joyce C. Marksbury
MY COMMISSION # CC917272 EXPIRES
April 2, 2004
BONDED THRU TROY FAIR INSURANCE, INC.

I have been designated as Registered Agent in the foregoing Articles. Simultaneously, I hereby accept the appointment as Registered Agent.


H. GREER LEE, REGISTERED AGENT

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00 AUG -8 AM 10:15