

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

NO10000002357

Sostenuto Foundation,
Inc.

500003953645--8

-04/04/01--01001--005

*****78.75 *****78.75

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01 APR -3 PM 4:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval **J. BRYAN** _____
- _____ Courier _____

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Signature _____

Requested by: CD 4-3-01 3:00
Name _____ Date _____ Time _____

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ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be: SOSTENUTO FOUNDATION, INC.

ARTICLE II - PRINCIPLE OFFICE

The principal place of business and mailing address of this corporation shall be:

3225 S. MacDill Avenue, Suite 129-249
Tampa, Florida 33629

ARTICLE III - PURPOSE(S)

The specific purpose(s) for which the corporation is organized is (are):

This corporation is organized as a nonprofit corporation to provide, build, support and sustain humanitarian projects and programs that will minister to the basic physical, mental and spiritual needs of individuals and families; and to exclusively receive and administer funds for charitable, educational and religious purposes as a private foundation within the meaning of §501(c)(3) of the Internal Revenue Code of 1986 (as amended) or corresponding provision of any future United States internal revenue law, including for such purposes, the making of distributions to organizations which are recognized as exempt from tax under such §501(c)(3).

ARTICLE IV - MANNER OF ELECTION OF DIRECTORS

The manner in which directors are elected or appointed is: This is a directorship corporation and the sole members of the corporation are its board of directors, and all members of the board of directors are elected by the majority vote of the directors.

ARTICLE V - INITIAL DIRECTORS/OFFICERS

Initial Directors shall be:

DAN O. ERICKSON	5000 S. Himes Avenue, Unit 332, Tampa, FL 33611
GEORGINA S. ERICKSON	5000 S. Himes Avenue, Unit 332, Tampa, FL 33611
LELAND D. YOUNG	2804 Palamore Drive, Tampa, FL 33618
LOU R. YOUNG	2804 Palamore Drive, Tampa, FL 33618

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ARTICLE VI – INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

DAN O. ERICKSON

5000 S. Himes Avenue, Unit 332, Tampa, FL 33611

ARTICLE VII - INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation are:

DAN O. ERICKSON

5000 S. Himes Avenue, Unit 332, Tampa, FL 33611

ARTICLE VIII - IMMUNITY

Pursuant to the Florida Nonprofit Act:

An officer or director of a nonprofit organization recognized under §501(c)(3) or §501(c)(3) or §501(c)(6) of the Internal Revenue Code of 1986, as amended, or of an agricultural or a horticultural recognized under §501(c)(5), of the Internal Revenue Code of 1986, as amended, is not personally liable for monetary damages to any person for any statement, vote, decision or failure to take action regarding organizational management or policy by an officer or director, unless:

- (a) The officer or director breached or failed to perform his or her duties as an officer or director; and
- (b) The officer's or director's breach of or failure to perform his or her duties constitutes:
 - 1. A violation of the criminal law, unless the officer or director had reasonable cause to believe his or her conduct was lawful or had no reasonable cause to believe his or her conduct was unlawful. A judgement or other final adjudication against an officer or director in any criminal proceeding for violation of the criminal law estops that officer or director from contesting the fact that his or her breach, or failure to perform, constitutes a violation of the criminal law, but does not estop the officer or director from establishing that he or she had reasonable cause to believe that his or her conduct was lawful or had no reasonable cause to believe that his or her conduct was unlawful;
 - 2. A transaction from which the officer or director derived an improper personal benefit, either directly or indirectly; or
 - 3. Recklessness or an act or omission which was committed in bad faith or with malicious purpose or in a manner exhibiting wanton and willful disregard of human rights, safety or property.

ARTICLE IX – VARIOUS

- A. The property of this corporation is irrevocably dedicated to tax exempt purposes under said §501(c)(3) as described herein and no part of the net income or net assets of the corporation shall inure to the benefit of, or be distributable to, its directors, officers, members or other private persons. However, the corporation is authorized to pay reasonable compensation for services actually rendered and to make payments and distributions in furtherance of its tax exempt purposes.
- B. No substantial part of the activities of this corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.
- C. This corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income taxes under §501(c)(3) of the Internal Revenue Code of 1986, as amended or the corresponding provision of any future United States internal revenue law.

ARTICLE X – DISSOLUTION

Upon dissolution or winding up of the corporation, or in the event it shall cease to engage in carrying out the purposes set forth in these Articles, all of the business, properties, assets and income of the corporation remaining after payment, of all debts and liabilities of the corporation, shall be distributed to a nonprofit fund, foundation or corporation related to the purposes of this corporation, as may be determined by the Board of Directors of this corporation in its sole discretion, and which has established its tax exempt status under §501(c)(3) of the Internal Revenue Code of 1986, as amended. In no event shall any of the business, properties, assets or income of this corporation, in the event of dissolution thereof, be distributed to the directors, members or officers, either for the reimbursement of any sums subscribed, donated or contributed by the same, or for any other purpose.

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 am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Signature/Registered Agent

March 28, 2001

Date



Signature/Incorporator

March 28, 2001

Date

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TALLAHASSEE, FLORIDA