

NO100000016520

AW OFFICE

SAVAGE, KRIM, SIMONS & JONES, LLC

CHARLES A. SAVAGE (1898-1994)
FRED J. KRIM
GARY C. SIMONS
RICHARD T. JONES

TIMOTHY S. BABIARZ
TIMOTHY A. FISCHER
ELIZABETH F. HODGE
ROBERT E. SEYMOUR
JOHN S. SIMONS

121 NW THIRD STREET
OCALA, FLORIDA 34475-6695

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September 10, 2001

GAINESVILLE OFFICE
SUITE 500
THE SEAGLE BUILDING
408 W. UNIVERSITY AVENUE
GAINESVILLE, FLORIDA 32601-5289
(352) 372-4263
FAX (352) 375-5365

Secretary of State
Bureau of Corporate Records
PO Box 6327
Tallahassee, Florida 32314

Re: Ocala Rotary Foundation, Inc.

Dear Sir or Madam:

We are enclosing the following documents:

1. The original and a copy of the Articles of Incorporation for the above referenced corporation.
2. The original and a copy of the Registered Agent form showing Gary C. Simons has accepted the fiduciary responsibility as Registered Agent of the Corporation.
3. Our general account check in the amount of \$122.50. This check represents: \$35.00 filing fee for Articles; \$52.50 for a certified copy thereof; and \$35.00 Registered Agent fee.

We would appreciate it if you would certify the copy of the Articles of Incorporation and return it to us with a Certificate of Incorporation.

Sincerely yours,



GARY C. SIMONS
For the Firm

GCS:rf
Enclosure

Reply to Ocala Office

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2001 SEP 11 PM 2:41
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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ARTICLES OF INCORPORATION
OF
OCALA ROTARY FOUNDATION, INC.
a Florida corporation not for profit

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I

NAME: The name of this corporation shall be **Ocala Rotary Foundation, Inc.**

ARTICLE II

INITIAL PRINCIPAL OFFICE: The initial principal office of this corporation shall be 121 NW Third Street, Ocala, Florida 34475. The initial mailing address of this corporation shall be 121 NW Third Street, Ocala, Florida 34475.

ARTICLE III

PURPOSES:

1. To receive and administer funds for scientific, education, and charitable purposes and to that end to take and hold by bequest, devise, gift, grant, purchase, lease or otherwise, any property, real, personal, tangible, or intangible, or any undivided interest therein, without limitation as to amount or value; to sell, convey, or otherwise dispose of any such property and to invest, reinvest, or deal with the principal or the income thereof in such manner as, in the judgment of the directors, will best promote the purposes of the Corporation without limitation, except such limitations, if any, as may be contained in the instrument under which the property is received, these Articles of Incorporation, the By-laws of the Corporation, or any laws applicable thereto.

2. For any other lawful purposes pursuant to *Florida Statutes* and the powers conferred upon non-profit corporations under the laws of the State of Florida.

ARTICLE IV

CORPORATE NATURE: This is a non-profit corporation organized under the laws of the State of Florida pursuant to Chapter 617, *Florida Statutes*.

1. Upon dissolution of this corporation, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation and 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 under Section 501(c)(3) of the *Internal Revenue Code* as it now exists or may hereafter be amended, as the Board of Directors shall determine. Any 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 said Court shall determine, which are organized and operated exclusively for such purposes.

2. No part of the income or net earnings of this corporation shall be distributable to its members, directors or officers.

3. Notwithstanding any other provisions of these Articles of Incorporation, no member, director, officer, employee or representative of this corporation shall take any action or carry on any activities by or on behalf of the corporation not permitted to be carried on by an organization exempt under Section 501(c)(3) of the *Internal Revenue Code* and its Regulations as they now exist or may hereafter be amended, or which are not permitted to be taken or carried on by an organization, the 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 V

TERM: This corporation shall have perpetual existence.

ARTICLE VI

MEMBERS: This corporation shall have no members.

ARTICLE VII

INCORPORATOR: The name and address of the incorporator of this corporation is as follows:

Gary C. Simons, Esquire
121 NW Third Street
Ocala, Florida 34475

ARTICLE VIII

DIRECTORS: This corporation shall have at least three (3) directors initially. The method of election and the number of directors shall be determined by, and may be either increased or diminished from time to time by the By-Laws, but shall never be less than three (3). The initial directors are as follows:

Juan Guerra
4434 SE 13th Street
Ocala, Florida 34471

Jonathan S. Dean
14035 NW CR 464 B
Morrison, Florida 32668

Kathryn K. Kelly
3821 NE 19th Street Circle
Ocala, Florida 34470

ARTICLE IX

INITIAL REGISTERED AGENT: The name and street address of the initial registered agent are:

Gary C. Simons, Esquire
121 NW Third Street
Ocala, Florida 34475


ARTICLE X

BY-LAWS: The Board of Directors of this corporation may provide such By-Laws for the conduct of its business in the carrying out of its purposes as they may deem necessary from time to time consistent with *Florida Statutes*. The By-Laws may be altered, amended or repealed and new and other By-Laws may be made and adopted by the Board of Directors as provided in the By-Laws.

ARTICLE XI

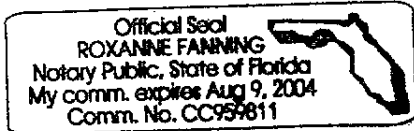
AMENDMENTS: Amendments to these Articles of Incorporation may be made and adopted only by a vote or at least two thirds (2/3) of the members of the Board of Directors of the corporation.

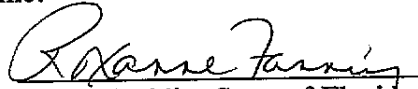
IN WITNESS WHEREOF, the undersigned incorporator of this corporation has executed these Articles of Incorporation this 10th day of September, 2001.


Gary C. Simons

STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 10th day of September, 2001,
by Gary C. Simons, who is personally known to me.



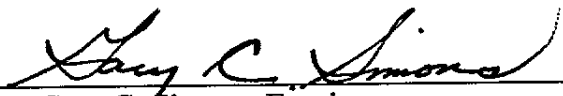

Notary Public, State of Florida

DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance
with said Act:

First--That **OCALA ROTARY FOUNDATION, INC.**, a Florida corporation desiring
to organize under the Laws of the State of Florida with its principal office as indicated in the
Articles of Incorporation at the City of Ocala, County of Marion, State of Florida, has named
GARY C. SIMONS, ESQUIRE located at 121 NW Third Street, Ocala, Florida 34475, as its
agent to accept service of process within this State.

Having been named to accept service of process for the above stated corporation, at place
designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the
provision of said Act relative to keeping open said office.



Gary C. Simons, Esquire
Resident Agent

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SECRETARY OF STATE
TALLAHASSEE FLORIDA