

**CAPITAL CONNECTION, INC.**

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

*No2000004529*

*Nicholas Brandon Foundation Inc.*

FILED  
02 JUN 13 PM 12:50  
TALLAHASSEE, FLORIDA

900005725939-3  
-06/07/02--01056--005  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

- ☒ 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
- ☐ Courier

RECEIVED  
02 JUN -7 AM 11:46  
TALLAHASSEE, FLORIDA

Signature

Requested by: *AW* *6/7*  
Name \_\_\_\_\_ Date \_\_\_\_\_ Time \_\_\_\_\_

Walk-In \_\_\_\_\_ Will Pick Up \_\_\_\_\_

*No2-16627*

*JB 6/13*



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

June 7, 2002

CAPITAL CONNECTION

SUBJECT: NICHOLAS BARRON FOUNDATION, INC.  
Ref. Number: W02000016627

We have received your document for NICHOLAS BARRON FOUNDATION, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

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) 245-6972.

Doris Brown  
Document Specialist  
New Filings Section

Letter Number: 402A00037788

RECEIVED  
02 JUN 13 AM 10:53  
DIVISION OF CORPORATIONS

*Corrected*

**ARTICLES OF INCORPORATION  
OF  
NICHOLAS BARRON FOUNDATION, INC.**

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FILED  
02 JUN 13 PM 12:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I**

**Organization**

This corporation elects to be organized as a not for profit corporation pursuant to the provisions of the Florida Not For Profit Corporation Act.

**ARTICLE II**

**Name**

The name of the corporation is Nicholas Barron Foundation, Inc.

**ARTICLE III**

**Duration**

The period of existence of the corporation is perpetual.

**ARTICLE IV**

**Principal Office and Mailing Address**

The initial principal office of the corporation is at 3158 Gateway Lane, Pensacola, Florida, 32531. The mailing address of the corporation is 3158 Gateway Lane, Pensacola, Florida 32531.

## ARTICLE V

### Registered Office and Registered Agent

The street address of the corporation's initial registered office in the State of Florida is located at the offices of Clark, Partington, Hart, Larry, Bond & Stackhouse, One Pensacola Plaza, 125 West Romana Street, Suite 800, Pensacola, Florida 32501. The name of the corporation's initial registered agent at that address is Gary W. Huston.

## ARTICLE VI

### Purpose

The purpose of the corporation is to promote charitable or educational purposes, particularly those relating to the betterment of adolescent children.

No part of the income or assets of the corporation is distributable to or for the benefit of its members, directors, or officers; no part of the net earnings of the corporation shall inure to the benefit of or be distributable to any member, direct, officer, or other individual; and no member shall have any vested right, interest, or privilege in or to the assets, income, or property of the corporation. However, the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its tax-exempt purpose.

It is intended that the corporation shall be exempt from federal income tax under Internal Revenue Code § 501(c)(3) [or any amended or successor provision]. These Articles shall be interpreted accordingly, and all powers and activities of the corporation shall be limited accordingly.

## ARTICLE VII

### Dissolution

Upon dissolution of the corporation, voluntary or otherwise, the assets of the corporation remaining after provision for creditors of the corporation shall be distributed in accordance with a plan of distribution adopted by the corporation's Board of Directors, exclusively to one or more religious, charitable, scientific, or educational purposes, which may include distribution to one or more religious, charitable, scientific, or educational purposes, which may include one or more organizations described in Internal Revenue Code § 501(c)(3). All assets so distributed shall be used exclusively for charitable, religious, scientific, or educational purposes.

## ARTICLE VIII

### Members

This corporation shall not have members.

## ARTICLE IX

### Voting Power

In accordance with Florida Statutes § 617.0721(5) [2001], because the corporation has no members, the corporation's directors shall have the sole voting power. All corporate powers must be exercised by or under the authority of the board of directors and the corporation's affairs will be managed under the direction of the board of directors. The board of directors shall direct the distribution of all of the corporation's funds exclusively for charitable purposes, within the meaning of Internal Revenue Code § 170(c) [or any amended or successor statute].

## ARTICLE X

### Bylaws

The Board of Directors is authorized to make, alter, or repeal the bylaws of the corporation, except that the bylaws shall not contain any provision conflicting with these Articles of Incorporation.

## ARTICLE XI

### Directors

The name and mailing address of the persons who is to serve as the initial director are as follows:

Jerry H. Barron	Dona L. Barron	Linda L. Ward
3158 Gateway Lane	3158 Gateway Lane	5763 Melrose Drive
Pensacola, FL 32531	Pensacola, FL 32531	Milton, FL 32570

Thereafter, the method of election of directors shall be as stated in the corporation's bylaws.

## ARTICLE XII

### Indemnification

The corporation shall indemnify each of its directors and officers, including former directors and officers, to the fullest extent allowed by applicable law.

## ARTICLE XIII

### Incorporator

The name of the incorporator is Gary W. Huston, whose street address is 125 W. Romana Street, Suite 800, Pensacola, Florida 32501, and whose mailing address is P.O. Box 13010, Pensacola, Florida 32591.

Gary W. Huston  
Gary W. Huston, Incorporator

✓ is/are personally known to me.  
 \_\_\_\_\_ produced current Florida driver's license as identification.  
 \_\_\_\_\_ produced \_\_\_\_\_ as identification.

**PERLA PHILLIPS**  
**NOTARY PUBLIC, STATE OF FLORIDA**  
**COMMISSION NO. CC 991737**  
**MY COMMISSION EXPIRES JAN. 3, 2005**

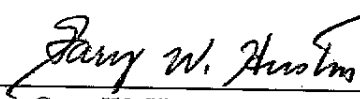
5

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA AND NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED**

FILED  
02 JUN 13 PM 12:50  
CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

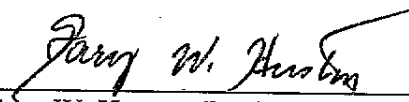
In compliance with Section 607.0501(3), Florida Statutes, the following is submitted:  
That NICHOLAS BARRON FOUNDATION, INC., desiring to organize or qualify under the  
laws of the State of Florida, with its principal place of business at 3158 Gateway Lane,  
Cantonment, FL 32533, has named Gary W. Huston, a resident of Santa Rosa County, Florida,  
whose business street address is 125 W. Romana Street, Suite 800, Pensacola, FL 32501, as its  
agent to accept service of process within Florida.

NICHOLAS BARRON FOUNDATION, INC.

By:   
Gary W. Huston, Incorporator

**ACCEPTANCE**

Having been named 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 such capacity. I am familiar with, and accept, the obligations of a registered agent and I  
agree to comply with the provisions of all statutes relative to the proper and complete  
performance of my duties.

  
Gary W. Huston, Registered Agent