

No2000004720

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02 JUN 20 PM 2:03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Mark Williams
PRESIDENT

B.S. (WITH DISTINCTION), INDIANA UNIVERSITY
M.B.A., UNIVERSITY OF CHICAGO
J.D. (CUM LAUDE), INDIANA UNIVERSITY
LL.M. (TAXATION), SOUTHERN METHODIST UNIVERSITY

ADMISSIONS TO PRACTICE
FLORIDA
ILLINOIS
TEXAS
INDIANA
UNITED STATES TAX COURT

June 17, 2002

Corporate Documents
Department of State
Division of Corporations
Corporate Filings
P. O. Box 6327
Tallahassee, FL 32314

RE: Articles of Incorporation of Michael A. Tucker Charitable Foundation, Inc.

Dear Sir or Ma'am:

Enclosed for filing please find the Articles of Incorporation of Michael A. Tucker Charitable Foundation, Inc. We have also enclosed our check in the amount of \$78.75 for the filing fee.

Please return a copy of the filing to us in the self-addressed envelope provided for your convenience.

Sincerely,

Mark Williams 500005857815--9
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*****78.75 *****78.75

MW/vm
Enclosures

1/2
6/20/02

ARTICLES OF INCORPORATION

FILED

OF

02 JUN 20 PM 2:03

MICHAEL A. TUCKER CHARITABLE FOUNDATION, INC. SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation do hereby form a corporation not-for-profit under the provisions of Chapter 617 of Florida Statutes entitled "CORPORATIONS NOT-FOR-PROFIT".

ARTICLE I - NAME OF CORPORATION

The name of this Corporation shall be MICHAEL A. TUCKER CHARITABLE FOUNDATION, INC.

ARTICLE II - PURPOSE

The purpose of the corporation is to provide and encourage parental and family responsibility through involvement in the activities and lives of children within the family unit and celebrate the spirit of inclusion, responsibility, trust, and respect in all aspects of human and social cooperation.

ARTICLE III - GENERAL NATURE OF ACTIVITIES

The general nature of the corporate activities shall be:

- A. To provide and conduct educational sports clinics for youth incorporating the ideas of parental guidance and leadership.
- B. To promote educational and career achievement through public programs for disadvantaged youth.
- C. To present and promote programs and events that educate and builds social harmony and respect.
- D. To assist the family unit to understand and appreciate the value of belonging and participating in community and family events through counseling and instructional learning sessions.
- E. To educate parents and children through seminars and sports activities that family units are most important components in our daily society.
- F. To promote through educational programs and sports activities that the parent is most important teacher in the life of children.

ARTICLE IV - TERM OF EXISTENCE

The corporate existence of the corporation shall commence as of the date and time upon which these Articles of Incorporation are filed with the Secretary of State, State of Florida.

This corporation shall exist perpetually unless dissolved according to law.

ARTICLE V - ADDRESS OF CORPORATION AND REGISTERED AGENT

The initial street address of the principal office of this corporation shall be MICHAEL A. TUCKER CHARITABLE FOUNDATION, INC., 407 N. Maple Avenue, Lehigh Acres, Florida, 33972.

The initial street address of the resident agent of the corporation shall be 407 N. Maple Avenue, Lehigh Acres, Florida, 33972.

ARTICLE VI - REGISTERED AGENT

The name of the initial registered agent of the corporation is Barbara Boyd.

ARTICLE VII - BOARD OF DIRECTORS

- A. The initial Board of Directors of this corporation shall be four.
- B. The number of Directors may be increased from time to time by By-Laws adopted by the Board of Directors and approved by the membership and shall never be less than three.
- C. The name and street address of the initial members of the Board of Directors who shall serve until the first meeting of the members of the corporation at which time their successor or successors shall be elected and qualified:

Barbara Boyd	407 N. Maple Avenue Lehigh Acres, Florida 33972
Johnnie Powe	1413 SE 2nd Terrace Cape Coral, Florida 33904
Louis Fiducia	6980 Beneva Road Sarasota, Florida 34238
Max A. Loudonback	6710 Winkler Road #6 Fort Myers, Florida 33919

D. Any director may be removed from office by the vote of the majority of the Directors or the members at any annual or special meeting of the Board of Directors, or for any cause deemed sufficient by such Directors or members.

ARTICLE VIII - SUBSCRIBERS TO THE ARTICLES

The following are the names and street addresses of the subscribers to these Articles of Incorporation.

Barbara Boyd	407 N. Maple Avenue Lehigh Acres, Florida 33972
Johnnie Powe	1413 SE 2nd Terrace Cape Coral, Florida 33904
Louis Fiducia	6980 Beneva Road Sarasota, Florida 34238
Max A. Loudenback	6710 Winkler Road #6 Fort Myers, Florida 33919

ARTICLE IX - OFFICERS

A. The corporation's affairs are to be managed by a President, Vice-President, Treasurer, and Secretary.

B. The initial officers of the corporation who shall serve until their successor or successors have been elected and qualified by the members at its first special meeting are:

President:	Michael A. Tucker
Vice-President:	Azureed C. Tucker
Treasurer:	Diane Pledger
Secretary:	Melanie Harvey

ARTICLE X - BY-LAWS

The Directors of this corporation by majority vote shall have the power to adopt, amend or repeal By-Laws for the management of this corporation, and the duties of the officers of this corporation shall be prescribed by such By-Laws.

ARTICLE XI - CORPORATE POWERS

In furtherance, and not in limitation of the general powers conferred by Chapter 617 of Florida Statutes and of the purposes and objects hereinabove stated, this corporation shall, to the fullest extent permitted by the provision of Chapter 617 of Florida Statutes, as the name may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any By-Law, agreement, vote of the Trustees, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a Director or officer, and shall inure to the benefit of the heirs, executors, administrators, and personal representatives of such a person.

ARTICLE XII - ASSETS DEDICATED TO A CARTABLE PURPOSE

Upon dissolution, liquidation, and termination of the corporation the assets of the corporation shall be distributed to another organization(s) which is exempt under Internal Revenue Code Sec. 501(c)(3).

ARTICLE XIII - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be proposed at a special or annual meeting of the Board of Directors and approved by a majority vote of the Board of Directors, unless all the Directors sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, we have hereunto set our hands and seals on this 11th day of June, 2002, in the city of Fort Myers, State of Florida.

x Barbara Boyd
BARBARA BOYD

x Louis Fiducia
LOUIS FIDUCIA

x Johnnie Powe
JOHNNIE POWE

x Max A. Loudenback
MAX A. LOUDENBACK

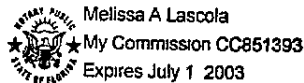
STATE OF FLORIDA
COUNTY OF LEE

On this 11th day of June, 2002, before me, the undersigned authority, personally appeared BARBARA BOYD, JOHNNIE POWE, LOUIS FIDUCIA and MAX A. LOUDENBACK who are known to me to be the individuals described in and who executed the foregoing Articles of Incorporation, and they acknowledged that they subscribed the said instrument for the uses and purposes set forth therein.

Witness my hand and official seal in the County and State last aforesaid on the date aforesaid.

Melissa A. LaScola
Print Name: Melissa A. LaScola
Notary Public

My Commission Expires:



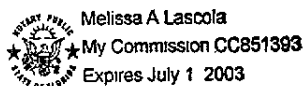
STATE OF FLORIDA
COUNTY OF LEE

On this 11th day of June, 2002, before me, the undersigned authority, personally appeared BARBARA BOYD, who is known to me to be the individual described in and who executed the foregoing Articles of Incorporation and Acceptance of Appointment as Registered Agent, and she acknowledged that she subscribed the said instrument and said appoint for the uses and purposes set forth therein.

Witness my hand and official seal in the County and State last aforesaid on the date aforesaid.

Melissa A. LaScola
Print Name: Melissa A. LaScola
Notary Public

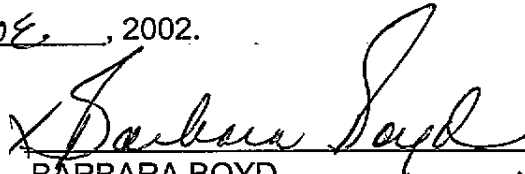
My Commission Expires:



ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

Pursuant to the provisions of Section 617.023 of Chapter 617 of Florida Statutes, the undersigned does hereby accept her appointment as registered agent on whom process may be served withing the State of Florida for the proposed domestic corporation named in the foregoing Articles of Incorporation.

Dated this 6 day of JUNE, 2002.


BARBARA BOYD

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA