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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 642992 7341988

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : June 27, 2002

ORDER TIME : 12:53 PM

ORDER NO. : 642992-005

CUSTOMER NO: 7341988

CUSTOMER: Jill Van Eps, Legal Assistant
Boyer Jackson, P.a.

1800 2nd Street, Suite 760

Sarasota, FL 34236

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DOMESTIC FILING

NAME: THE ANDREW R. FERRELL
FOUNDATION, INC.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP
☐ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☒ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 1114

EXAMINER'S INITIALS: _____

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02 JUN 27 PM 3:57
SECRETARY OF STATE

C. BLALOCK JUN 28 2002

ARTICLES OF INCORPORATION
OF
THE ANDREW R. FERRELL FOUNDATION, INC.
(A Florida Nonprofit Corporation)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I: NAME

The name of this corporation shall be **THE ANDREW R. FERRELL FOUNDATION, INC.**

ARTICLE II: COMMENCEMENT & DURATION AND
PRINCIPAL PLACE OF BUSINESS

The commencement of this corporation's existence shall be at the time of the filing of these Articles of Incorporation by the Florida Secretary of State. This corporation's duration shall be perpetual, unless it is hereafter dissolved according to law.

The principal place of business and mailing address of this corporation shall be: **125 Seagull Lane, Sarasota, Florida 34236.**

ARTICLE III: PURPOSE

This corporation is being formed for the purpose of raising funds in support of programs and organizations which benefit children who are experiencing life threatening illnesses, within the meaning of Section 501(c)(3) of the Internal Revenue Code. That is, it shall be exclusively to conduct fund raising programs and events, and to use the funds generated by such efforts to support and establish programs and organizations whose services enhance the lives of children affected by life threatening illnesses. All activities of the corporation shall be conducted within the laws of Florida and of the United States.

This corporation is irrevocably dedicated to and operated exclusively for non-profit purposes; and no part of the income or assets of the corporation shall be distributed to, nor inure to the benefit of any individual.

ARTICLE IV: POWERS

This corporation may do and perform all such acts and things, including those generally allowed by the laws of Florida relative to nonprofit corporations, as now existing, or as the law may henceforth provide, as from time to time may be necessary or expedient to the exercise of any and all of its corporate functions, powers, and rights.

However, this corporation, in exercising any one or more of such powers shall do so only in furtherance of the exempt purpose for which it was organized as described in the applicable sections of the Internal Revenue Code.

ARTICLE V: MEMBERSHIP

Any person who agrees to be bound by these Articles of Incorporation, the corporate By-laws, and any rules and regulations which the Board of Directors may from time to time adopt, who completes a membership application form and submits it to the Board of Directors, and who pays the applicable dues, if any, is eligible and qualified for membership in this corporation.

The corporate Bylaws may provide the Board of Directors further discretionary powers relating to the admission of members.

ARTICLE VI: MANAGEMENT

This corporation's initial Board of Directors shall have three (3) directors. The number of directors may be increased or decreased, from time to time, by an amendment to the corporate Bylaws, but shall never be less than three (3).

The directors of this corporation must, at all times, be members of this corporation. Only a member of this corporation may serve as a director of this corporation. The directors shall be elected annually by this corporation's members. The manner of the election of the directors shall be specified in the Bylaws.

The directors named herein, comprising the initial Board of Directors, shall hold office until their successors are duly qualified.

The name and address of each individual who shall serve as a member of the Initial Board of Directors are:

1. Richard F. Ferrell, 125 Seagull Lane, Sarasota, FL 34236
2. Kaleen Torres, 8118 Canyon LAKE CR, Orlando, Florida 32835
3. Charlene Guller, 4812 Peregrine Point Circle West, Sarasota, Florida 34231

ARTICLE VIII: OFFICERS

The officers shall consist of a president, a vice president and a secretary/treasurer. This corporation may have such other officers as may be provided in the corporate Bylaws.

The officers shall be elected annually by the Board of Directors. The manner of the election of the officers shall be specified in the corporate Bylaws. The officers named herein, comprising the initial officers, shall hold office until the election of officers at the first annual Board of Directors' meeting, or until their successors are elected and qualified.

The names of the initial officers are:

Office

President
Vice President
Secretary/Treasurer

Name

Richard F. Ferrell
Kaleen Torres
Charlene Guller

ARTICLE IX: INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE X: INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's initial registered office shall be: **1800 Second Street, Suite 760, Sarasota, Florida 34236, Sarasota County.**

The name of the individual who shall serve as this corporation's initial registered agent at that address is: **Mary Alice Jackson, Esq.**

ARTICLE XI: INCORPORATORS

The name and residence address of the subscriber to these Articles of Incorporation is **Richard F. Ferrell, 125 Seagull Lane, Sarasota, FL 34236.**

ARTICLE XII: BYLAWS

Corporate Bylaws will be hereinafter adopted by the Board of Directors. The corporate Bylaws may be amended or repealed, in whole or in part, by the Board of Directors in the manner provided therein, provided that they are not inconsistent with the provisions of these Articles of Incorporation. Any amendments to the corporate Bylaws shall be binding on this corporation's members.

ARTICLE XIII: AMENDMENTS

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of this corporation's members for their vote. Such amendments may be adopted by a vote of **two thirds of this corporation's members.**

This corporation's subscribers, for the purpose of forming this nonprofit corporation under the laws of Florida, have executed these Articles of Incorporation, on the dates indicated next to their signatures.

Richard F. Ferrell
Richard F. Ferrell, Subscriber

6/17/02
Date

STATE OF FLORIDA
COUNTY OF SARASOTA

BEFORE ME the undersigned authority, personally appeared **Richard F. Ferrell**, who is personally known to me and did/did not take an oath and who executed the foregoing instrument.

SWORN TO AND SUBSCRIBED to before me this 17th day of June, 2002

Stacey Lucretia Martinez
Notary Public
My Commission Expires:
Commission No.:



Stacey Lucretia Martinez
MY COMMISSION # DD081454 EXPIRES
January 1, 2006
BONDED THRU TROY FAIR INSURANCE, INC.

I hereby accept by designation as resident agent and agree to serve as resident agent of **THE ANDREW R. FERRELL FOUNDATION, INC.** I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for **THE ANDREW R. FERRELL FOUNDATION, INC.**


Mary Alice Jackson, Esq.
Registered Agent

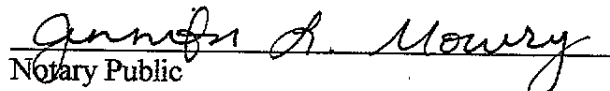
STATE OF FLORIDA
COUNTY OF SARASOTA

BEFORE ME the undersigned authority, personally appeared **Mary Alice Jackson**, who is personally known to me and did take an oath and who executed the foregoing instrument.

SWORN TO AND SUBSCRIBED to before me this 18th June day of May, 2002



Jennifer L. Mowry
MY COMMISSION # CC985100 EXPIRES
November 30, 2004
BONDED THRU TROY FAIN INSURANCE, INC.


Notary Public
My Commission Expires:
Commission No.:

FILED
02 JUN 27 PM 12:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA