

**GARY F. LARGE, P.A.**

A T T O R N E Y A T L A W

**No 2000005550**

1007 SOUTH WASHINGTON AVENUE  
TITUSVILLE, FLORIDA 32780  
TELEPHONE (321) 268-0733  
TELECOPIER (321) 268-8706

July 18, 2002

800006550868--3  
-07/22/02--01052--008  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

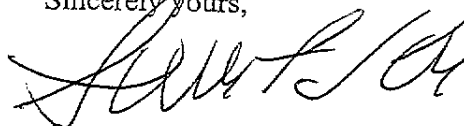
Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Gilchrist Educational Foundation, Inc.

To Whom It May Concern:

Enclosed is my check in the amount of \$70.00 covering the fees in regards to filing this non-profit corporation with the Secretary of State. Also enclosed for filing are the Articles of Incorporation and Certificate of Designation of Registered Agent. Thank you very much for your consideration in this matter.

Sincerely yours,



Gary F. Large, Esquire

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TALLAHASSEE, FLORIDA  
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Enclosures

GFL/aes

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**ARTICLES OF INCORPORATION**

**OF**

**GILCHRIST EDUCATIONAL FOUNDATION, INC.**

To further common purposes, the undersigned natural person agrees to organize these Articles of Incorporation.

**ARTICLE I**

**NAME**

The name of this corporation shall be Gilchrist Educational Foundation, Inc.

**ARTICLE II**

**ENABLING LAW**

This corporation is organized pursuant to the corporation law of the State of Florida, set forth in Chapter 617 of the Florida Statutes.

**ARTICLE III**

**PURPOSES**

This is a nonstock, nonprofit corporation. The general nature and purpose of this corporation shall be to transact any and all lawful business for which a corporation may be incorporated under Chapter 617, Florida Statutes.

Said corporation is organized exclusively for charitable, religious and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of subsequent United States Internal Revenue Law).

Said corporation, being organized as set forth above, expressly prohibits any private inurement, and any lobbying or intervention in political campaigns. Further, the powers of the

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corporation shall be exercised only for charitable, religious and educational purposes, and upon dissolution of this corporation, any remaining assets of the corporation shall be distributed to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of subsequent United States Internal Revenue Law).

#### ARTICLE IV

##### TERM

This corporation shall have a perpetual existence.

#### ARTICLE V

##### MANAGEMENT OF CORPORATE AFFAIRS

(a) BOARD OF DIRECTORS. The officers of this corporation shall be a President and Treasurer. Other offices and officers may be established or appointed by by-law of this corporation. The qualifications, the time and manner of electing or appointing, the duties of, the terms of office, and the manner of removing officers shall be as set forth in the By-Laws.

The officers who are to serve until the first election of officers under the Articles of Incorporation are:

WENDELL K. MURRAY, President-Treasurer

#### ARTICLE VI

##### OFFICE, IDENTIFICATION OF REGISTERED AGENT

(a) The address of this corporation's initial registered office in the State of Florida is 2600 S. Park Avenue, Titusville, FL 32780.

(b) The name of the corporation's initial registered agent at the above address is WENDELL K. MURRAY.

(c) The principal address and the registered office address of this corporation are 2600 S. Park Avenue, Titusville, FL 32780.

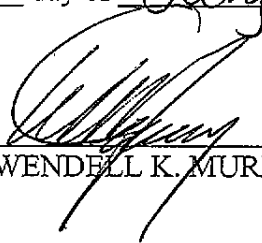
**ARTICLE VII**

**SUBSCRIBER**

The name and residence of the incorporator and subscriber to the Articles of Incorporation is:

WENDELL K. MURRAY  
2600 S. Park Avenue  
Titusville, FL 32780

The undersigned constituting the subscriber and incorporator of this corporation, for the purpose of forming this corporation not for profit under the laws of the State of Florida, has executed these Articles of Incorporation this 18<sup>th</sup> day of July, 2002.

  
\_\_\_\_\_  
WENDELL K. MURRAY

STATE OF FLORIDA        )  
                                  )        SS.  
COUNTY OF BREVARD    )

BEFORE ME, a Notary Public duly authorized in the state and county above named to take acknowledgments, personally appeared WENDELL K. MURRAY, to me known to be the person described as subscriber in and who executed and subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the county and state named above this 18<sup>th</sup> day of July, 2002.

(SEAL)



Amy E. Smith  
MY COMMISSION # CC818334 EXPIRES  
March 17, 2003  
BONDED THRU TROY FAIN INSURANCE, INC.

A handwritten signature in cursive script that reads "Amy E. Smith". The signature is written in black ink and is positioned above a horizontal line.

AMY E. SMITH, Notary Public  
State of Florida

My Commission Expires: 3/17/03

## CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Gilchrist Educational Foundation, Inc.

2. The name and address of the registered agent and office is:

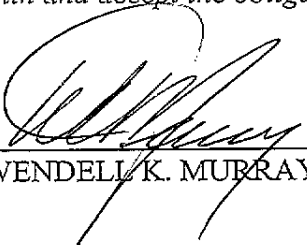
Wendell K. Murray

2600 South Park Avenue

Titusville, FL 32780

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*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 hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

  
\_\_\_\_\_  
WENDELL K. MURRAY

7/18/02  
\_\_\_\_\_  
(Date)