

Division of Corporations

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From:

Account Name : WARD, DAMON & POSNER, P.A.
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FLORIDA NON-PROFIT CORPORATION

Foundation for Electric Aviation Transportation, Inc

Certificate of Status	1
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ARTICLES OF INCORPORATION

OF

FOUNDATION FOR ELECTRIC AVIATION TRANSPORTATION, INC.

ARTICLE I - NAME

The name of this Corporation is **FOUNDATION FOR ELECTRIC AVIATION TRANSPORTATION, INC.**, a Florida not-for-profit corporation. (the "Corporation")

ARTICLE II - ADDRESS OF PRINCIPAL OFFICE

4420 Beacon Circle
West Palm Beach, Florida 33407

ARTICLE III - NATURE OF CORPORATION

The Corporation is a not-for-profit corporation organized pursuant to the Florida Not-for-Profit Corporation Act set forth in Chapter 617 of the Florida Statutes. The Corporation is organized to operate for such charitable purposes which will qualify it as an exempt organization pursuant Section 501(c)(3) of the Internal Revenue Code, as amended, or the corresponding section of any future federal tax code. No part of the net earnings of this Corporation will inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this Corporation may pay reasonable compensation for services rendered and make payments and distributions in furtherance of the purposes set forth in Article IV. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation may not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IV - PURPOSE

This corporation is established for the purpose of promoting and advancing the use of alternative fuels and power sources for manned aircraft and to maintain records and information on achievements in the use and development of such aircraft. The objectives of the corporation included (a) raising funds to provide grants to educational institutions and other organizations for work in developing alternative powered aircraft

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and related technology; (b) maintaining and publishing records on advances in the development of such aircraft; (c) compiling and distributing information on developments in alternative power aircraft.

ARTICLE V: DURATION

This Corporation is to exist perpetually.

ARTICLE VI - MEMBERS

As provided in the Bylaws, the Corporation may have a membership distinct from its Board of Directors.

ARTICLE VII - BOARD OF DIRECTORS

The powers of the Corporation will be exercised and its affairs will be conducted by a Board of Directors. The Board of Directors of the Corporation will consist of at least three (3), and no more than twenty-one (21) Directors. The Board of Directors shall consist of persons appointed as provided for in the Bylaws. The manner and election of the Board of Directors shall be regulated in the Bylaws. The initial members of the Board of Directors shall be Larry Knauer, Robert Crippen and Philip H. Ward, III.

ARTICLE VIII: INCORPORATORS

The names and addresses of the persons signing these Articles are:

Larry Knauer
P.O. Box 109600
West Palm Beach, FL 33410

Robert Crippen
781 Harbour Isles Place
Palm Beach Gardens, FL 33410

Philip H. Ward, III
4420 Beacon Circle
West Palm Beach, FL 33407

ARTICLE IX - REGISTERED OFFICE AND AGENT

The Registered Agent of the Corporation is:

Philip H. Ward, III, Esquire
Ward, Damon & Posner, P.A.
4420 Beacon Circle
West Palm Beach, FL 33407

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ARTICLE X - BYLAWS

Subject to the limitations set forth in the Florida Not-for-Profit Corporation Act that cannot be altered by a provision in the Articles of Incorporation or Bylaws, the Board of Directors of this Corporation may adopt, modify or rescind Bylaws from time to time, or new Bylaws may be adopted in the manner provided in the Bylaws, from time to time.

ARTICLE XI - DISSOLUTION

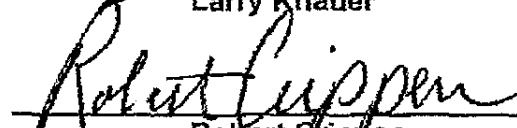
Upon the dissolution of this Corporation, its assets must be distributed for one or more exempt purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code, or the Corresponding section of any future federal tax code, or distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of must be disposed of by a court of competent jurisdiction in the county in which the principal office of this Corporation is then located, exclusively for such purposes or to such organization or organizations, as the court determines, which are organized and operated exclusively for such purposes.

ARTICLE XII - AMENDMENT

These Articles of Incorporation may be amended by any means permitted by the Florida Not-for-Profit Corporation Act as set forth in Chapter 617 of the Florida Statutes and, in any event, by a resolution adopted by a majority of the Board of Directors.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation on January 2, 2003


Larry Knauer


Robert Chippen


Philip H. Ward, III

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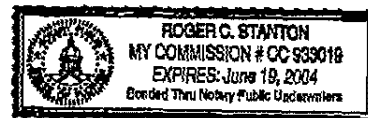
STATE OF FLORIDA

COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared **Larry Knauer, Robert Crippen and Philip H. Ward, III** to me known to be the person(s) described in and who executed the foregoing instrument and acknowledged before me that they executed the same for the purposes therein expressed. **WITNESS** my hand and official seal in the County and State last aforesaid this 26 day of January 2003.

R.C. Stanton

Notary Public



Roger C. Stanton, Esq. — Florida Bar No. 0066303
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**CERTIFICATE DESIGNATING REGISTERED AGENT
AND OFFICE FOR SERVICE OF PROCESS**

FOUNDATION FOR ELECTRIC AVIATION TRANSPORTATION, INC., a not-for-profit corporation existing under the laws of the State of Florida with its principal office and mailing address at, has named Philip H. Ward, III, as its agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial registered agent of **FOUNDATION FOR ELECTRIC AVIATION TRANSPORTATION, INC.**, a non-for-profit corporation, simultaneously with my being designated in the foregoing Articles of Incorporation. I state that I am familiar with, and accept, the obligations of that position.

Dated this 2nd day of January, 2003



Philip H. Ward, III,
Registered Agent