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Division of Corporations

JONES FOSTER JOHNSTON & STUBBS

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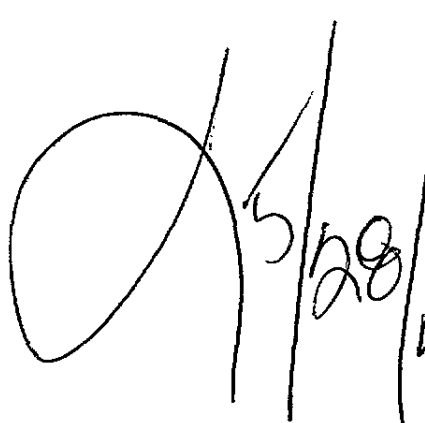
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**FLORIDA NON-PROFIT CORPORATION**

**THE SUNRISE FOUNDATION, INC.**



Certificate of Status	0
Certified Copy	1
Page Count	08
Estimated Charge	\$78.75

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**ARTICLES OF INCORPORATION  
OF**

**THE SUNRISE FOUNDATION, INC.  
A Florida Corporation Not for Profit**

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I, JOHN B. McCracken, the undersigned, desiring to form a charitable corporation under and by virtue of the provisions of Chapter 617 of the Florida Statutes, hereby makes, subscribes, and files these Articles for that purpose, as follows:

**ARTICLE I**

Name

The name of this corporation shall be THE SUNRISE FOUNDATION, INC.

**ARTICLE II**

Initial Registered Office and Agent,  
Principal Office and Mailing Address

The initial registered office and principal office of this corporation shall be located at 505 South Flagler Drive, Suite 1100, West Palm Beach, FL 33401, and the name of the initial Registered Agent of this corporation at said address shall be JOHN B. McCracken. The mailing address of the corporation shall be Post Office Box 3475, West Palm Beach, FL 33402-3475.

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**ARTICLE III****Purposes and Powers**

The corporation shall not provide for pecuniary gain or profit to its Directors. The principal purpose for which it is formed is to receive and administer funds for the purpose of providing benefits to organizations which provide temporary emergency funding to those who have suffered loss by reason of illness, accident, and/or economic catastrophic loss through unforeseen circumstances, and other purposes related to the foregoing. It is intended that initially distributions shall be to organizations that qualify as exempt organizations under Section 501 (c) (3) of the United States Internal Revenue Code of 1986 (or the corresponding provision of any future law of the Internal Revenue Service or Department of Treasury) and as are described in Sections 170(c), 2055(a) and 2522(a) of the Code. This organization reserves the right to establish criteria whereby benefits may be dispensed directly to qualified individuals who have needs which would meet the aforementioned needs, provided such criteria meet the appropriate provisions of the IRS Code and Treasury Regulations.

The corporation shall have the power to acquire by gift, devise, bequest, purchase, lease or otherwise, and to hold, own, occupy, use, manage, improve, develop, maintain, lease, sell, mortgage, transfer, invest in or reinvest in, or otherwise deal with any real or personal property (tangible or intangible) of whatever kind and description and wherever situated, or with any estate or interest, legal or equitable, in the property, to borrow money and to make, accept, endorse, execute and issue promissory notes and other

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obligations in payment for property acquired or money borrowed; and to do all such other acts as are necessary or convenient to carry out the purposes set forth in these Articles.

Final control of and responsibility for the receipt, management and distribution of all funds by the corporation shall rest with the Directors who shall, among other duties, ensure that the corporation shall not be subject to tax under Section 4942 of the Internal Revenue Code.

No substantial part of the activities of the corporation shall be attempting to influence legislation by propaganda or otherwise, except that the corporation may make the election provided for in Section 501(h) of the United States Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue law) with respect to influencing legislation, and, only if it so elects, may make lobbying or grassroots expenditures that do not normally exceed the ceiling amounts prescribed by Section 501(h)(2)(B) and (D) of the United States Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue law).

Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on:

A. by a corporation exempt from Federal income tax under Section 501(c) (3) of the United States Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), or

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B. by a corporation, contributions to which are deductible under Sections 170(c)(2), 2055(a) and 2522(a) of the United States Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law); or

C. by a corporation formed pursuant to Chapter 617, Florida Statutes, with particular reference to Florida Statutes 617.0835 dealing with the prohibited activities of private foundations.

#### ARTICLE IV

##### Limitations on the Disposition of Corporate Assets and Net Earnings

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its Directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III, supra.

#### ARTICLE V

##### Dissolution

Upon the dissolution of the corporation, the Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for religious,

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charitable or educational purposes as shall at that time qualify as an exempt organization or organizations under Sections 501(c)(3), 170, 2055 and 2522 of the United States Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as a majority of the Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of Palm Beach County, Florida, exclusively for such purposes or to such organization or organizations which are organized and operated exclusively for such purposes.

#### ARTICLE VI

##### Initial Directors

The initial Directors shall be MARTA LIMBAUGH, RUSH H. LIMBAUGH, III and JOHN B. McCracken. There shall at all times be at least three (3) Directors. The number, qualification and manner of election of Directors shall be as provided in the By-Laws. There shall be no members or shareholders of this corporation.

#### ARTICLE VII

##### Term of Existence

This corporation shall have perpetual existence.

#### ARTICLE VIII

##### Names and Addresses of the Incorporator

The name and address of the Incorporator is:

JOHN B. McCracken  
505 S. Flagler Drive, Suite 1100  
West Palm Beach, FL 33401

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**ARTICLE IX****Officers and Times of Their Election**

The Directors, by majority vote, shall choose annually, to manage the affairs of the corporation, subject to the control of the Directors, the following officers: a President, one or more Vice Presidents, a Secretary, a Treasurer, and/or a Secretary/Treasurer, and such other officers as the Directors may deem advisable or necessary. The President and the Treasurer must also be Directors. Each of such officers shall hold office until the next annual election or until his successor is chosen and qualified.

**ARTICLE X****By-Laws**

The first By-Laws shall be made by the Directors. All alterations or revisions of the By-Laws shall be made by a majority vote of the Directors at any regular or special meeting duly called and held for that purpose in accordance with the By-Laws.

**ARTICLE XI****Amendments to Articles of Incorporation**

The Articles of Incorporation may be amended from time to time by resolution of a majority of the Directors at any regular meeting or at any special meeting duly called for that purpose. The resolution shall be certified to be correct by the Chairman of the Board of Directors and the Secretary and filed in the Office of the Secretary of State, State of Florida.

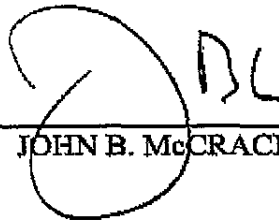
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IN WITNESS WHEREOF, the undersigned Incorporator JOHN B. McCracken  
has executed these Articles of Incorporation this 28<sup>th</sup> day of May, 2003.

THE SUNRISE FOUNDATION, INC.

BY

A large, stylized handwritten signature, likely "JBL", is written over a horizontal line.

JOHN B. McCracken, Incorporator

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That THE SUNRISE FOUNDATION, INC., desiring to organize under the laws of the State of Florida as a corporation not for profit, with its Registered Office as indicated in the Articles of Incorporation at 505 S. Flagler Drive, Suite 1100, West Palm Beach, FL 33401, has named JOHN B. McCracken as its Registered Agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
JOHN B. McCracken

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