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10/13/03

TO:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

SUBJECT:

SkyRider Foundation, Inc., a non-profit corporation.

EFFECTIVE DATE OF INCORPORATION:

October 1, 2003

The enclosed Articles of Organization and \$87.50 in fees are submitted for filing:

Please return all correspondence concerning this matter to:

Larry V. Rider, President
SkyRider Foundation, Inc.
4511 White Egret Lane
Sarasota, FL 34238-5640

For further information concerning this matter, please call:

Larry V. Rider at (941) 544-1077

EFFECTIVE DATE

10/01/03

ARTICLES OF INCORPORATION
of the
SkyRider Foundation, Inc
(A Corporation Not for Profit)

In order to form a corporation under and in accordance with the provisions of Chapter 617, Florida Statutes, I hereby make, adopt and subscribe the following Articles of Incorporation for the purpose of forming the SkyRider Foundation, Inc. (the Corporation"), a Florida not-for-profit corporation:

ARTICLE I
NAME OF CORPORATION

The name of the Corporation shall be:

SkyRider Foundation, Inc.

The principal address of said Corporation shall be:

4511 White Egret Lane
Sarasota, Florida 34236-5640

The mailing address of the Corporation shall be:

4511 White Egret Lane
Sarasota, Florida 34236-5640

ARTICLE II
PURPOSES

The purposes for which the Corporation is organized are exclusively religious, charitable, scientific, literary, and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law. More specifically, the nature and purpose of the Corporation shall include, but not be limited to educational research and development through glider flight training.

The general nature, objects, and purposes of the Corporation shall be to operate without profit and to accept and receive property of whatever kind, and wherever situate, received by it by grant, purchase, devise, bequest, or in any lawful manner and to administer and distribute such property exclusively for welfare, scientific, educational, cultural, and other charitable purposes, including:

- A. To distribute property in accordance with the terms of gifts, bequests, or devises made to the Corporation which are not inconsistent with its purposes;

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- B. To modify any restriction or condition on the administration and distribution of funds for any specified purpose consistent herewith if in the sole judgment of the board of directors without the necessity of the approval of any trustee, custodian or agent, such restriction or condition becomes in effect unnecessary, incapable of fulfillment, or inconsistent with the designated purposes of the Corporation.

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, trustees, officers, or any other private persons, except that reasonable compensation may be paid for services rendered to or for the Corporation, and reasonable expenses may be paid thereto, affecting one or more of the Corporation's purposes), and no Director or Officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. No substantial part of the activities of the Corporation shall include the carrying of propaganda, or otherwise attempting to influence legislation, and the Corporation shall neither participate nor intervene (including the publication or distribution of statements) in any political campaign on behalf of any candidate for public office at any time. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and the Regulations as they now exist or as they may hereafter be amended.

ARTICLE III BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a board of directors consisting of not less than three (3) persons, as determined pursuant to provisions of the Bylaws. The method of election of directors shall be as stated in the Bylaws.

ARTICLE IV OFFICERS

The name and addresses of the persons who are to initially hold office are as follows:

<u>Name</u>	<u>Office(s)</u>
Larry Vernon Rider 4511 White Egret Lane Sarasota, Florida 34238	President and Treasurer
Denise Marie Rider 4511 White Egret Lane Sarasota, Florida 34238	Vice President and Secretary

**ARTICLE V
CORPORATE EXISTENCE**

The existence of this Corporation shall commence upon October 1, 2003 and shall be perpetual unless dissolved according to law.

**ARTICLE VI
BY-LAWS**

The first board of directors of the Corporation shall adopt By-Laws consistent with these Articles of Incorporation may be altered, amended, or repealed, and new By-Laws may be adopted in accordance with the provisions of the initial By-Laws.

**ARTICLE VII
REGISTERED OFFICE**

The street address of the initial registered office of the Corporation is 4511 White Egret Lane, Sarasota, Florida 34238-5640 and the name of the initial registered agent of this Corporation at that address is Larry Vernon Rider.

**ARTICLE VIII
INCORPORATORS**

The name and addresses of the incorporators to these Articles of Incorporation is Larry Vernon Rider, 4511 White Egret Lane, Sarasota, Florida 34238-5640

**ARTICLE IX
COMMITTEES**

The Corporation may establish such committees as may be necessary to efficiently carry out the general purposes and activities of the Corporation.

**ARTICLE X
NON-DISCRIMINATORY POLICY**

The Corporation affirms its establishment of a non-discriminatory policy and admits all people of any race, color, national and ethnic origin to all the rights, privileges, programs, and activities generally accorded or made available to participants of any and all of its current and future programs. It does not discriminate on the basis of race, color, national or ethnic origin in administration of its educational policies, scholarship, sponsorship, tuition, athletic, and other related programs.

ARTICLE XI DISTRIBUTION UPON DISSOLUTION

Upon dissolution of the Corporation, the Board of Trustees shall, after paying or making provision for the payment of the liabilities of the corporation, dispose of all 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 charitable, educational, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code OF 1986, as amended, (or the corresponding provisions of any future United States Internal Revenue Law or an organization or organizations, contributions to which are deductible under section 170(c)(1) or (2) of the Internal Revenue Law.

ARTICLE XII AMENDMENT

This Corporation reserves the right to amend, alter, change, or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner now or hereafter prescribed by law.

ARTICLE XIII INDEMNIFICATION

The Corporation shall indemnify any person who has or is a party to any threatened, criminal, administrative, or investigative (whether or not by or in the right of the Corporation), by reason of the fact that he or she is or was a director of officer of the Corporation, against any and all expenses (including attorney's fees, court costs, and appellate costs and fees), judgments, fines, and amounts paid in settlement inured by him or her in connection with such action, suit or proceedings, except for an officer or director who is adjudged guilty of will misfeasance or willful malfeasance in the performance of his or her duties. Such right of indemnification shall continue as to a person who has ceased to be director of officer and shall inure to the benefit of the heirs and personal representatives of such person. Provided, however that if any past or present officer or director sues the Corporation, other than to enforce this indemnification, such past or present director officer instituting such suit shall not have the right of indemnification hereunder in connection with such suit. The Corporation is authorized to purchase insurance to provide funds for the indemnification hereinabove set forth, and, if such insurance is purchased by the proceeds of the same are not sufficient to cover the cost of indemnification, then the deficiency shall be paid from Corporate Funds. If there are no funds available to pay the cost of indemnification or deficiency resulting from insufficient insurance coverage, then the Board of Trustees shall assess the membership (excluding Honorary Trustees) to cover such costs. Honorary Trustees shall be exempt from any and all non-voluntary assessments. The Board of Trustees may not revise, revoke, or delete

the exemption for Honorary Trustees without the express written concurrence of all Honorary Trustees then serving and all living former Honorary Trustees who have served in that capacity. The indemnification is an absolute right and such assessments shall be made notwithstanding any other provisions contained to the contrary.

IN WITNESS WHEREOF, the undersigned incorporator, has executed these Articles of Incorporation this First day of October, 2003.



Larry Vernon Rider
Incorporator

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned, hereby consents o the appointment as Registered Agent of the SkyRider Foundation, Inc. to accept service of process upon said Corporation in this state at 4511 White Egret Lane, Sarasota, Florida 34238-5640. The undersigned is familiar with, and accepts, the obligations of this position.



Larry Vernon Rider
Registered Agent

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