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DIVISION OF CORPORATION

2004 HAR 12 P 2: 48
SECRETARY OF STATE

### CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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The undersigned incorporator, for the purpose of forming a corporation under the Florida Not For Profit Corporation act, herby adopts the following Articles of Incorporation.

#### ARTICLE I – NAME

The name of this corporation is VISITING NURSE ASSOCIATION AIRSHOW, INC.

#### ARTICLE II – PRINCIPAL OFFICE

The address of the principal office of the Corporation is 2400 S.E. Monterey Road, Suite 300, Stuart, Florida 34996. The mailing address of the Corporation is 2400 S.E. Monterey Road, Suite 300, Stuart, Florida 34996.

#### ARTICLE III – PURPOSE

The purpose for which the corporation is organized is to:

- (1) Undertake to promote historical, educational, and cultural ideals through methods including the staging of an exhibition of aircraft and technology more commonly known as the Stuart Airshow;
- (2) To exercise all lawful purposes and powers set forth in the Florida Not for Profit Corporation Act which furthers the goals, objectives and purpose set forth herein;
- (3) The corporation is organized exclusively for charitable, educational and scientific purposes, including for such purposes the making of distributions to organizations that qualify as exempt organizations in a manner consistent with the provisions of Section 501(c)(3) of the Internal Revenue Code of 1954 as amended. The corporation shall have the right to exercise all of the powers granted by the laws of the State of Florida to corporations not for profit. The foregoing clauses shall not be held or construed in any way to limit or restrict the powers of this Association.

#### ARTICLE IV – DIRECTORS

The manner of election of the directors of the Corporation shall be set forth in the bylaws.

#### ARTICLE V – CORPORATE POWERS

The corporate powers of this corporation are those provided within the Articles of Incorporation, Bylaws, and Chapter 617, Florida Statutes, as amended from time to time, and specifically including those set forth in Section 617.0302, Florida Statutes.

#### ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

As set forth in the registered agent's written acceptance of his appointment, which is delivered to the Department of State, together with these articles of incorporation, the name and address of the initial registered agent for the Corporation is Donald R. Crow, 2400 S.E. Monterey Road, Suite 300, Stuart, Florida 34996.

#### ARTICLE VII – INCORPORATOR

The name and street address of the incorporator is as follows:

Donald R. Crow 2400 S.E. Monterey Road Stuart, Florida 34996

#### ARTICLE VIII - DURATION

This corporation shall continue in existence until dissolved by an Order issued by a court of competent jurisdiction or until otherwise dissolved in accordance with Florida law. Upon dissolution, all assets remaining after discharging all debt, shall be distributed to one or more non-profit corporations qualified under Section 501(c) of the Internal Revenue Code, as amended.

The undersigned has executed these Articles of Incorporation this // day of March, 2004.

Signed:

## 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: VISITING NURSE ASSOCIATION AIRSHOW, INC.
  - 2. The name and address of the registered agent and office is:

Donald R. Crow 2400 S.E. Monterey Road, Suite 300 Stuart, Florida 34996.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, and being familiar with, I hereby accept the obligations of that position and 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.

Dated this // day of March, 2004.

(Signature)

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