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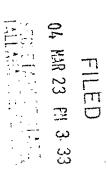
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TRANSMITTAL LETTER

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

Tallahassee, FL 32314				
SUBJECT: HIGHWA	AYMEN ARTISTS FOUN (PROPOSED CORPORATE		DE SUFFIX)	
Enclosed is an original an \Bullet \\$70.00 Filing Fee	nd one(1) copy of the article \$78.75 Filing Fee & Certificate of Status	s of incorporation and a \$78.75 Filing Fee & Certified Copy ADDITIONAL CO	\$87.50 Filing Fee, Certified Copy & Certificate	
FROM:	Donnie Clark	sted or typed)	-	
	912 N. 21st Street Address			
	Fort Pierce, FL 34950	ate & Zip	-	

NOTE: Please provide the original and one copy of the articles.

Daytime Telephone number

561-662-7235

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ARTICLES OF INCORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be:

HIGHWAYMEN ARTISTS FOUNDATION, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1400 Grasslands Boulevard #15 Lakeland, Florida 33803

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

Said corporation is organized exclusively for charitable and educational purposes within the meaning of section 501©(3) of the Internal Revenue Code of 1986 (or corresponding section of any future Federal tax code).

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

The method of election of directors shall be as stated in the bylaws of the corporation.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List names(s), address(es) and specific title(s):

Butler, Robert (Director) 1400 Grasslands Blvd., Lakeland, FL 33803 Reagan, Willie C. (Director) 5686 41st Street, Ft. Pierce, FL 32967 Arnett, Curtis (Director) 2904 Kingley Drive, Ft. Pierce, FL 34946 Baker, Hezekiah H. (Director) 2010 South 10th Street, Ft. Pierce, FL 34950 Lewis, Robert L. Jr. (Director) 3680 West Railroad Avenue, Cocoa, FL 32926 Drake, Lee A. (Director) 1308 North 17th Street, Ft. Pierce, FL 34950 Clark, Donnie (Director) 912 North 21st Street, Ft. Pierce, FL 34950

ARTICLE VI LIMITATIONS ON CORPORATE EARNINGS

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, trustees, 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 section 501©(3) purposes. 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.

ARTICLE VII DISTRIBUTION OF CORPORATE ASSETS

Upon dissolution of this corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501©(3) of the Internal Revenue Code of 1986 (or corresponding section of any future Federal tax code) or shall be distributed to the Federal, State or Local Government for a public purpose.

ARTICLE VIII INITIAL REGISTERED AGENT AND STREET ADDRESS The name and Florida street address of the registered agent is:

Lee A. Drake 1308 North 17th Street, Ft. Pierce, FL 34950

ARTICLE IX INCORPORATOR

The name and address of the Incorporator is:

Donnie Clark 912 North 21st Street, Ft. Pierce, FL 34950

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agrad to act in this capacity.

Signature/Registered Agent

Date

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Signature/Incorporator

Date

SECKELARY OF STATE