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ARTICLES OF INCORPORATION  
OF  
FLORAND RESEARCH FOUNDATION, INC.

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TALLAHASSEE FLORIDA

The undersigned, citizens of the United States, each with the capacity to contract, hereby execute and acknowledge these Articles of Incorporation for the purpose of forming a not for profit corporation under and by virtue of the Florida Not for Profit Corporation Act, Chapter 617, Florida Statutes, as amended (the "Act").

ARTICLE 1. NAME

The name of the corporation is Florand Research Foundation, Inc.

ARTICLE 2. ADDRESS

The street address of the principal office of the corporation is 2735 S.W. 5<sup>th</sup> Place, Gainesville, Florida 32607.

ARTICLE 3. DURATION

The date of commencement of corporate existence shall be when these Articles have been filed with the Department of State and approved by it and the respective filing fee has been paid; and the period of duration of the corporation shall be perpetual.

Prepared By:  
Andrew J. Britton, P.A.  
151 Center Rd.  
Venice, FL 34285  
Florida Bar No. 213500  
Fax Audit No. ((H05000014443 3)))

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#### ARTICLE 4. PURPOSE

The purposes for which the corporation is organized are to receive and maintain real or personal property, or both, and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof, exclusively for charitable, religious, scientific, literary, or educational purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, and Regulations issued pursuant thereto as they now exist or as they may hereinafter be amended.

#### ARTICLE 5. REGISTERED AGENT

The street address of the registered office of the corporation is 2735 S.W. 5<sup>th</sup> Place, Gainesville, FL 32607, and the name of the initial registered agent of the corporation at such address is Charles T. Gilreath.

#### ARTICLE 6. DIRECTORS

The initial Board of Directors shall consist of no less than three (3) directors in number and shall be elected or appointed by the sole member of the corporation. The names and addresses of the persons who are to serve as Directors until the first annual meeting of members or until their successors be elected and qualify, or until their earlier resignation, removal from office or death, are as follows:

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<u>Name</u>	<u>Address</u>
Charles. T. Gilreath	2735 S.W. 5 <sup>th</sup> Place Gainesville, FL 32607
Victor E. Raymos, Jr.	4825 S.W. 19 <sup>th</sup> Street Gainesville, FL 32608
Brian K. Sutherland	3438 N.W. Lane Gainesville, FL 32653

#### ARTICLE 7. INCORPORATORS; MEMBERS

The name and address of the incorporator of the corporation, who initially shall also be the sole member of the corporation are as follows:

<u>Name</u>	<u>Address</u>
Charles T. Gilreath	2735 S.W. 5 <sup>th</sup> Place Gainesville, FL 32607

The qualifications and requirements to become a member, the manner of their acceptance and their rights shall be determined only by the unanimous consent of existing members.

#### ARTICLE 8. BYLAWS

The Bylaws of the corporation shall be adopted by the Board of Directors and may be amended, altered or rescinded by the Board of Directors in the manner provided by such Bylaws.

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ARTICLE 9. PRIVATE FOUNDATION

If the corporation is a Private Foundation within the meaning of Section 509 of the Code, then the provisions of this article shall apply.

(a) The corporation shall distribute its income for each tax year at such time and in such manner so that it will not become subject to the tax on undistributed income imposed by Section 4942 of the Code, or any corresponding provisions of any later federal tax laws.

(b) The corporation will not engage in any act of self-dealing as defined in Section 4941(d) of the Code, or any corresponding provisions of any later federal tax laws.

(c) The corporation will not retain any excess business holdings as defined in Section 4943(c) of the Code, or corresponding provisions of any later federal tax laws.

(d) The corporation will not make any investments in a manner that would subject to tax under Section 4944 of the Code, or any corresponding provisions of any federal tax laws.

(e) The corporation will not make any taxable expenditures as defined in Section 4945(d) of the Code, or any corresponding provisions of any later federal tax laws.

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ARTICLE 10. RESTRICTIONS ON OPERATIONS

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 4 hereof. 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 any candidate for public office. 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 Internal Revenue Code (or the corresponding provision of any future United States Internal revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE 11. DISSOLUTION

Upon the dissolution of the corporation, the Board of 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

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operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of the county which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as the Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE 12. AMENDMENTS TO ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended only by the unanimous consent of the members.

WE, THE UNDERSIGNED, for the purposes of becoming a corporation not for profit under the provisions of the laws of the State of Florida, do make and affix our signatures to acknowledge and file in the office of the Secretary of State these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned, being the incorporator of the corporation, executes these Articles of Incorporation and certify to the truth of the facts herein stated, this 18<sup>th</sup> day of January, 2005.

CRTHE

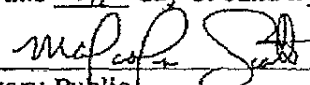
Charles T. Gilreath

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STATE OF FLORIDA  
COUNTY OF ALACHUA

I, the undersigned, a Notary Public duly commissioned to take acknowledgments and administer oaths in the State of Florida, certify that Charles T. Gilreath, the incorporator of the corporation named herein, personally known to me or who did produce Florida Drivers License as identification, personally appeared before me and swore to the truth of the facts therein stated.

WITNESS my hand and official seal this 18<sup>th</sup> day of January, 2005.  
Notary PublicMy commission expires: March 30, 2007Malcolm Scott  
Name printedMalcolm Scott  
Commission #DD198377  
Expires: Mar 30, 2007  
Bonded Thru  
Atlantic Bonding Co., Inc.STATE  
OF FLORIDA  
TALLAHASSEE

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HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE 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.

Charles T. Gilreath  
Charles T. Gilreath1-18-05  
Date

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