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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2005 FEB 14 P 3:19

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THE BROOME LAW FIRM, P.A.

CHRISTOPHER E. BROOME
ATTORNEY AT LAW

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February 10, 2005

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee FL 32301

RE: Casey's Reach, Inc.

Gentlemen:

Relative to the above-referenced matter, you will find enclosed the following:

- [1] Original and one (1) copy of Articles of Incorporation, which includes therein the Certification and Acknowledgment of Registered Agent; and
- [2] Our check in the amount of \$78.75 representing the filing fees, charter tax, certification fees, and Designation of Registered Agent Fee.

I would appreciate your filing the Articles of Incorporation and returning a certified copy of same to our office.

Thank you.

Very respectfully,

THE BROOME LAW FIRM, P.A.

By 

Christopher E. Broome

CEB:scs
Encs.

ARTICLES OF INCORPORATION

OF

CASEY'S REACH, INC.

2005 FEB 14 P 3:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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The undersigned Incorporators, for the purpose of forming a corporation under the Florida Not For Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes and to comply with Section 501(C)(3) of the Internal Revenue Code of 1986, as amended, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I

NAME

The name of this corporation shall be CASEY'S REACH, INC., a Not For Profit Corporation.

ARTICLE II

PRINCIPAL OFFICE

The principal place of business for this corporation shall be 892 Greenwood Manor Circle, West Melbourne, Florida, 32904. The mailing address of this corporation shall be 892 Greenwood Manor Circle, West Melbourne, Florida, 32904.

ARTICLE III

PURPOSES

The general nature and purposes of this corporation are as follows: The promotion of education and research related to Sudden Infant Death Syndrome (SIDS).

This corporation is organized and operated exclusively for non-profit purposes, and no part of any net earnings shall inure to the benefit of any member, director, or officer.

This corporation shall have and exercise all rights and powers conferred upon corporations under the laws of the State of Florida, provided, however, that this corporation is not empowered to engage in any activity that in itself is not in furtherance of its purposes.

ARTICLE IV

TERM

This corporation shall have a perpetual existence.

ARTICLE V

MEMBERSHIP

Members shall qualify by agreeing to the purposes as set forth in Article III, and shall be admitted into membership upon a unanimous vote of the Directors. There shall be one class of members only. All voting rights and other rights, interests, and privileges of each member shall be equal.

ARTICLE VI

MANAGEMENT OF CORPORATE AFFAIRS

(a) **BOARD OF DIRECTORS.** The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of four Directors. The number of Directors herein provided for may be changed by a By-Law duly adopted by the members entitled to vote. Directors shall be elected annually by a majority vote of the membership.

The names and addresses of the persons constituting the first Board of Directors who are to act in that capacity until the selection of their successors are:

| | |
|-------------------|--|
| Matthew La Vigne | 892 Greenwood Manor Circle, West Melbourne, Florida, 32904 |
| Jennifer La Vigne | 892 Greenwood Manor Circle, West Melbourne, Florida, 32904 |
| Charles W. Tucker | 3255 Treetop Drive, Titusville, Florida, 32780 |
| Jamie Tucker | 3255 Treetop Drive, Titusville, Florida, 32780 |

(b) **ELECTIVE OFFICERS.** The officers of this corporation shall be a President, Vice President, Secretary and Treasurer. Other officers and offices may be established or appointed by members of this corporation at any regular annual meeting. The qualifications, the time and manner of electing or appointing, the duties of, the terms of office, and the manner of removing officers shall be as set forth in the By-Laws.

The officers who are to serve until the first election of officers under the Articles of Incorporation are:

| | |
|--------------------------|----------------|
| MATTHEW LA VIGNE | President |
| JENNIFER LA VIGNE | Vice President |

JAMIE. TUCKER Secretary

CHARLES W. TUCKER Treasurer

ARTICLE VII

OFFICE; IDENTIFICATION OF REGISTERED AGENT

(a) The address of this corporation's initial Registered Office in the State of Florida is 892 Greenwood Manor Circle, West Melbourne, Florida, 32904.

(b) The name of the corporation's initial Registered Agent at the above address is MATTHEW LA VIGNE.

ARTICLE VIII

INCORPORATORS

The names and addresses of the incorporators to these Articles of Incorporation are as follows:

| | |
|-------------------|--|
| Matthew La Vigne | 892 Greenwood Manor Circle, West Melbourne, Florida, 32904 |
| Jennifer La Vigne | 892 Greenwood Manor Circle, West Melbourne, Florida, 32904 |
| Charles W. Tucker | 3255 Treetop Drive, Titusville, Florida, 32780 |
| Jamie Tucker | 3255 Treetop Drive, Titusville, Florida, 32780 |

ARTICLE IX

BY-LAWS

By-Laws will be hereinafter adopted at the first meeting of the Board of Directors. Such By-Laws may be amended or repealed, in whole or in part, by the members in the manner provided therein. Any amendments to the By-Laws shall be binding on all members of this corporation.

ARTICLE X

AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of at least two-thirds of a quorum of members of the corporation.

ARTICLE XI

DISSOLUTION

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a non-profit fund, foundation, or corporation which is organized and operated exclusively for religious or sudden infant death syndrome research-related purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws.

The undersigned, constituting the incorporators of this corporation for the purpose of forming this corporation not for profit under the laws of the State of Florida, have executed these Articles of Incorporation this 9th day of February, 2005

Matthew La Vigne (SEAL)
MATTHEW LA VIGNE

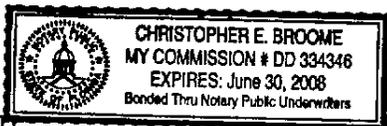
Jennifer La Vigne (SEAL)
JENNIFER LA VIGNE

Charles W. Tucker (SEAL)
CHARLES W. TUCKER

Jamie Tucker (SEAL)
JAMIE TUCKER

STATE OF FLORIDA :
: ss:
COUNTY OF BREVARD :

BEFORE ME, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared MATTHEW LA VIGNE, JENNIFER LA VIGNE, CHARLES W. TUCKER, and JAMIE TUCKER, who are personally known to me (or) produced the following identification: _____, who are described as subscribers in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed and subscribed to these Articles of Incorporation.



(Notary Seal)

Christopher E. Broome
Notary Public, State of Florida at Large

Having been named as Registered Agent and to accept service of process for the above-stated corporation at the place designated in these Articles, 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.


Signature of Registered Agent

02-09-05
Date

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TALLAHASSEE, FLORIDA