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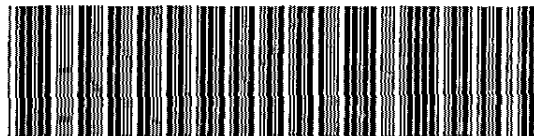
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3-17

# CAPITAL CONNECTION, INC.

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

The Starfighters

Signature

Requested by

Name

Date

Time

Walk-In

Will Pick Up

- ☒ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☐ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☒ Annual Report / Reinstatement
- ☒ Cert. Copy
- ☐ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION  
IN COMPLIANCE WITH  
CHAPTER 617, F.S. (NOT FOR PROFIT)  
OF

**THE STARFIGHTERS MUSEUM FOUNDATION, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby files for record the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation shall be:

**THE STARFIGHTERS MUSEUM FOUNDATION, INC.**

ARTICLE II: PRINCIPAL OFFICE

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

**1608 North Jasmine Avenue  
Tarpon Springs, Florida 34689**

ARTICLE III. PURPOSE

The purpose for which this corporation is organized is exclusively for charitable and educational purposed, including specifically, to provide for the restoration, preservation and maintenance of an aircraft museum to preserve turbo jet and other military or support aircraft and vehicles flown by the USAF or its allies; and, in general, to carry out any other activity in connection with the foregoing, and to have and exercise all the powers conferred by the laws of Florida upon non-profit corporations formed under the Florida Non-Profit Corporation Act.

ARTICLE IV. DISSOLUTION

Upon dissolution of the corporation, all of its assets, tangible and intangible, shall be dedicated to an organization selected by the Board of Directors to be used in such a manner as will accomplish the general purposes for which the corporation was organized, provided, however, that distribution be made to a non-governmental organization exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code.

Under no circumstances shall any of the assets of the corporation, upon dissolution, be distributed to any member hereof.

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TARAPON SPRINGS, FLORIDA

#### ARTICLE V. DIRECTORS/MANNER OF ELECTION

The manner in which the directors are elected or appointed:

The property, affairs, business and operation of the Corporation are to be managed by a Board of Directors, subject and subordinate to the authority of the member of the Corporation to the extent set forth in these Articles of Incorporation and in the bylaws of the Corporation. The number of directors may be increased or diminished from time to time, but shall never be an even number of directors, or less than three (3) members. The directors shall be divided into three (3) classes with staggered terms. The method and selection of the Board of Directors shall be set forth in the By-Laws.

#### ARTICLE VI. INITIAL DIRECTORS/OFFICERS

The names and addresses of the initial directors are:

**Richard W. Svetkoff**

**1608 North Jasmine Avenue  
Tarpon Springs, Florida 34689**

#### ARTICLE VII. PROHIBITIONS

Regardless of any other provisions of these Articles of Incorporation or the laws of the State of Florida, the corporation shall not:

- (1) Permit any part of the net earnings of the corporation to inure to the benefit of any private individual (except that reasonable compensation may be paid for personal services rendered to or for the corporation affecting one or more of its purposes);
- (2) Carry on propaganda, or otherwise attempt to influence legislation;
- (3) Participate in, or intervene in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office; or
- (4) Attempt to influence the outcome of any specific public election or to carry on, directly or indirectly, any voter registration drives.

## ARTICLE VIII.

If the corporation is a private foundation within the meaning of Section 509(a) of the Internal Revenue Code of 1896, as amended (the "Code"), or corresponding provisions of any subsequent federal tax laws, the corporation;

(1) Shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code, or corresponding provisions of any subsequent federal tax laws;

(2) Shall not engage in any act of self-dealing as defined in Section 4941(d) of the Code, or corresponding provisions of any subsequent federal tax laws;

(3) Shall not retain any excess business holdings as defined in Section 4943(c) of the Code, or corresponding provisions of any subsequent federal tax laws;

(4) Shall not make any investment in such manner as to subject it to tax under Section 4944 of the Code, or corresponding provisions of any subsequent federal tax laws; and

(5) Shall not make any taxable expenditure as defined in Section 4945(d) of the Code, or corresponding provisions of any subsequent federal tax laws.

## ARTICLE IX.

A director of the corporation shall not be liable to the corporation or its member for monetary damages for an act or omission in the director's capacity as a director, except for liability (i) for any breach of the director's duty of loyalty to the corporation or its member, (ii) for acts of omissions not in good faith that constitute a breach of duty of the director to the corporation or which involve intentional misconduct or a knowing violation of law, (iii) for any transaction from which the director received an improper benefit, whether or not the benefit resulted from an action taken within the scope of the director's office, or (iv) for acts or omissions for which the liability of the director is expressly provided by applicable statute.

If either the Florida Non-Profit Corporation Act, the Florida Miscellaneous Corporation Laws Act, or any other applicable Florida statute hereafter is amended to authorize the further elimination or limitation of the liability of directors, then the liability of a director of the corporation, in addition to the limitation on liability provided herein, shall be limited to the fullest extent permitted by such amended act.

ARTICLE X. INCORPORATOR

The initial registered agent of the corporation is **Richard W. Svetkoff**, whose address is **1608 North Jasmine Avenue, Tarpon Springs, Florida 34689**.

ARTICLE XI. INCORPORATOR

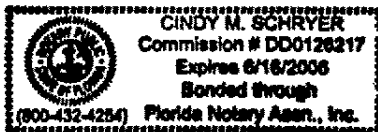
The name and street address of the incorporator to these Articles of Incorporation is:

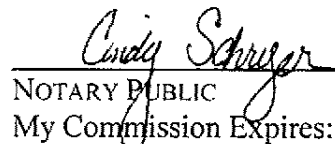
**Richard W. Svetkoff**  
**1608 North Jasmine Avenue**  
**Tarpon Springs, Florida 34689**

  
Richard W. Svetkoff

STATE OF FLORIDA  
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 14th day of March, 2005, by **Richard W. Svetkoff**.

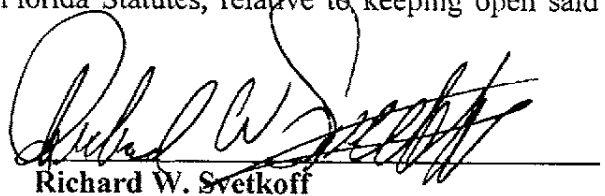


  
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My Commission Expires:

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MAR 16 PM 12:25  
CLERK OF DISTRICT COURT  
JUDICIAL CIRCUIT IN AND FOR  
THE SEVENTH JUDICIAL CIRCUIT  
FLORIDA

ACKNOWLEDGMENT

Having been named to accept service of process for the above-named corporation in the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said registered office.

  
Richard W. Svetkoff