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B. McKnight MAR 25 2005

CAPITAL CONNECTION, INC.

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

*The Thomas Kosman Veigle
Foundation*

Signature _____

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Name _____

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☒ Art of Inc. File _____

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**ARTICLES OF INCORPORATION
OF
THE THOMAS KOSMON VEIGLE FOUNDATION, INC.**
(A Corporation Not-For-Profit)

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The undersigned, in accordance with the provisions of F.S. §§ 617.1006, hereby submits the following Articles of Incorporation, with the intent to form a not-for-profit corporation pursuant to Chapter 617, Florida Statutes.

Article 1: Name

The name of the corporation is: **The Thomas Kosmon Veigle Foundation, Inc.**

Article 2: Purposes

The purposes for which the corporation is organized are exclusively religious, charitable, scientific, and educational within the meaning of § 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue Law. To the extent consistent therewith, those purposes may include the following:

A. To make distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue Law.

B. To engage in such additional activities permitted by law as may be necessary in furtherance of the religious, charitable, scientific and educational purposes of the corporation.

Notwithstanding any other provisions of these Articles, this organization shall not carry on any activities not permitted to be carried on by an organization (i) exempt from Federal income tax under § 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue law, or (ii) to which contributions are deductible under § 170(c)(2) of the Internal Revenue Code, or the corresponding provision of any future United States Internal Revenue law. No part of the net earnings of the corporation shall inure to the benefit of or be distributable to, any member, trustee, officer, or other private person, 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 exempt purposes set forth in this Article. 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 publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Article 3: Members

The corporation shall not have members.

Article 4: Term of Existence

The duration of the corporation shall be perpetual.

Article 5: Board of Directors

The affairs of the corporation shall be managed by a Board of Directors which shall consist of at least three (3) and not more than seven (7) members. The method of election of directors shall be as stated in the bylaws of the corporation.

Article 6: Distribution of Assets Upon Dissolution

Upon dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of § 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of applicable jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Article 7: Incorporator

The name and address of the original incorporator of the corporation is as follows:

Francis Thomas Veigle
533 Versailles Drive, Suite 100
Maitland, Florida 32751

Article 8: Initial Principal Office and Mailing Address

The principal office and mailing address of the corporation is as follows:

533 Versailles Drive, Suite 100
Maitland, Florida 32751

Article 9: Initial Registered Agent and Office

The street address of the registered office of the corporation and the name of the initial registered agent at that address are as follows:

Randall C. Smith, Esquire
533 Versailles Drive, Suite 100
Maitland, Florida 32751

Article 10: Bylaws of the Corporation

The board of directors of the corporation shall have the sole power to establish, enact, alter, and repeal bylaws for the management of the corporation, and the duties of the officers of the corporation shall be as prescribed by such by-laws.

Article 11: Special Provisions

In the event the corporation is determined by the Internal Revenue Service to be a private foundation within the meaning of the Internal Revenue Code or any future internal revenue law, then, and only in that event, shall the following special provisions take effect:

The corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code. The corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code. The corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code. The corporation will not make any investments in a manner as to subject it to tax under

section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code. The corporation will not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article 12: Amendment

These Articles may be amended in the manner prescribed by law.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal, this 16th day of February, 2005.

THE THOMAS KOSMON VEIGLE
FOUNDATION, INC.

By: Francis Thomas Veigle [Seal]
Francis Thomas Veigle

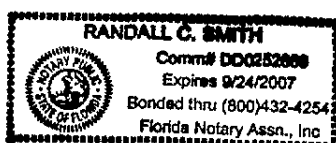
STATE OF FLORIDA)
)
COUNTY OF ORANGE) SS:

Before me the undersigned officer, on this 16th day of February, 2005, personally appeared Francis Thomas Veigle, personally well known to me or satisfactorily identified by Florida drivers license to be the person who executed the foregoing Articles, and who acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed and in the capacity therein stated and, under the penalties of perjury, that the contents thereof are true to the best of his knowledge, information, and belief.

[Seal] _____

Randall C. Smith

Notary Public
My Commission Expires:



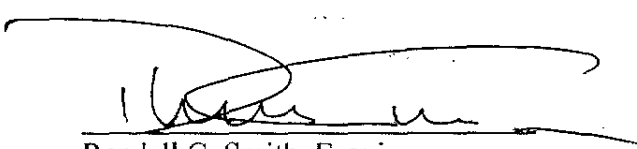
**CERTIFICATE DESIGNATING PLACE OF REGISTERED OFFICE
FOR SERVICE OF PROCESS WITHIN THIS STATE,
NAME OF REGISTERED AGENT UPON WHICH
PROCESS MAY BE SERVED**

This certificate is submitted in compliance with F.S. §§ 48.091 and 617.0501:

THE THOMAS KOSMON VEIGLE FOUNDATION, INC., desiring to organize as a corporation under the laws of the State of Florida, with its principal office as indicated in its Articles of Incorporation in the City of Maitland, County of Orange, State of Florida, names the following person as its Registered Agent to accept service of process within this State: Randall C. Smith, Esquire, 533 Versailles Drive, Suite 100, Maitland, Florida 32751.

Acknowledgment

Having been named to accept service of process for the above named corporation, at the place designated in this Certificate, I hereby state that I am familiar with and accept the obligations of the position, and that I agree to act in this capacity and to comply with the provisions of the said statute relative to keeping open said office.


Randall C. Smith, Esquire
533 Versailles Drive, Suite 100
Maitland, Florida 32751

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