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August 4, 2005

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

SUBJECT: Rotary Foundation of Florida, Inc.

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

□ \$70.00 – Filing Fee

\$\\$78.75 - Filing Fee & Certificate of Status

ADDITIONAL COPY REQUIRED

- □ \$78.75 Filing Fee & Certificate of Status
- □ \$87.50 Filing Fee, Certified Copy & Certificate of Status

FROM:

Guida & Jimenez 1302 W. Sligh Ave. Suite A Tampa, FL 33604

(813) 933-2336

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

ARTICLES OF INCORPORATION OF ROTARY FOUNDATION OF FLORIDA, INC.

The undersigned incorporator to these articles of incorporation hereby forms a corporation not for profit under the laws of the State of Florida as follows:

ARTICLE I Name

The name of the Corporation is: Rotary Foundation of Florida, Inc. (the "Corporation").

ARTICLE II Principal Office

The principal place of business and mailing address of the Corporation is 1302 W. Sligh Ave., Tampa, Florida 33604.

Purpose(s)

The Corporation is organized and shall be operated exclusively for scientific, educational, and charitable purposes, including, the following:

The Corporation shall have all powers now or hereafter granted by law, and in addition thereto shall have all powers lawfully necessary or required to carry out its purposes and objects. All of the assets or earnings shall be used exclusively for the purposes hereinabove set out, including payment of expenses incidental thereto. No part of the net earnings shall inure to the benefit of any individual, and no part of its activities shall be for the carrying on of propaganda or otherwise attempting to influence legislation.

ARTICLE IV Members

The qualifications of members and the manner of admission of members shall be as specified in the bylaws of the Corporation.

ARTICLE V Directors

The Corporation shall have three (3) director(s) initially. The number of directors may be increased or decreased from time to time as specified in the bylaws of the Corporation, provided that the Corporation shall always have at least three (3) directors. The name and address of each initial director of the Corporation who shall serve until his successor is duly elected and qualified are:

ARTICLE VI Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is 1302 W. Sligh Ave., Tampa, Florida 33604 and the name of its initial registered agent at such address is James A. Jimenez.

ARTICLE VII Incorporator

The name of the incorporator signing these articles of incorporation is James A. Jimenez and his/her address is:

1302 W. Sligh Ave. Tampa, Florida 33604

ARTICLE VIII Bylaws

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors of the Corporation.

ARTICLE IX Amendment

These articles of incorporation may be amended in the manner provided by law.

ARTICLE X Effective Date

This corporation shall be effective as of the 1st day of August 2005.

ARTICLE XI Dissolution

Upon a dissolution of the Corporation, the assets of the Corporation shall be distributed for one or more exempt purposes within the meaning of Sections 501(c)(3) of the Internal Revenue Code of 1986 or corresponding sections of any future Federal tax code, or shall be distributed to the Federal, state, or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this _/³⁷day of _______, 2005.

James A. Jimenez, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Corporation, at the place designated as the registered office, 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 duties and obligations of my position as registered agent.

Dated this / day of August, 2005.

James A. Jimenez, Begistered Ager