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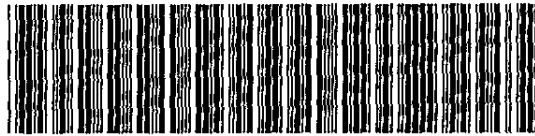
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10/03/07 10:00:00 AM

05 OCT -3 AM 7:47
SECRETARY OF STATE
DIVISION OF CORPORATE AFFAIRS

OCT - 6 2008

COVER LETTER

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

SUBJECT: THE ENTREPRENEURSHIP FOUNDATION, INC
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is 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

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: ERIC J. GRIFFIN
Name (Printed or typed)

1900 NE RICORD TERRACE
Address

JENSON
City, State & Zip

772-334-5500
Daytime Telephone number

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

**THE ENTREPRENEURSHIP FOUNDATION, INC.
(A Non-Profit Organization)**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
05 OCT 2005 7:47

We the undersigned acknowledge and file in the Office of the Secretary of State of Florida for the purpose of forming a non-profit corporation in accordance with the laws of the State of Florida

**ARTICLE I
NAME**

The name of the corporation shall be THE ENTREPRENEURSHIP FOUNDATION, INC. herein after referred to as "The Foundation". The address of the principal office shall be 1900 NE Ricou Terrace, Jensen Beach FL 34957. The mailing address shall be the same. The principal office of the Corporation shall be located at such a place as may be designated by the Board of Directors (the "Board"). All permanent records shall be kept at such a place as may be designated by the Board.

Entrepreneurship

As a significant contributor of jobs and innovations, entrepreneurship is vital to the stability of the American economy. While entrepreneurship is highly accepted, and even celebrated, in our culture, there are barriers to success that threaten our local long-term prosperity in our increasingly competitive global economy. There are frontiers to explore and build upon to expand opportunity for everyone.

By working with area providers such as Indian River Community College, Florida Atlantic University, SCORE, Small Business Development Center (SBDC), Workforce Development Board, and Fast Track, the Foundation will seek to Increase the number of Treasure Coast students and business owners/leaders who have the desire and the ability to build and sustain innovative enterprises, which benefit the Treasure Coast.

An entrepreneurial community requires numerous threads, which must be woven together, including public policy that supports entrepreneurship. Education, people, money, technology, customers, transportation, a supportive environment and services are some of those threads. As more threads are woven together, the community's strength and resource base grows.

**ARTICLE II
AREA SERVED**

The principal geographic area served by the Corporation shall be the area known as The Treasure Coast, which shall consist of Martin County, Indian River County and St. Lucie County Florida. In the future additional counties may be added to Area Served as determined by the Board.

**ARTICLE III
PURPOSE AND POWERS**

2.1 Purpose: The general purpose for which the corporation is formed is to promote the educational opportunities of The Treasure Coast, and shall be operated exclusively for educational, religious, educational and scientific purposes as will qualify it as an exempt organization under Section 501 (c) (3) of the Internal Revenue Code of 1986, as amended.

- A) To support, promote and provide opportunities for excellence in education, which will better The Treasure Coast community.
- B) To establish and administer a scholarship fund for qualified students who are attending the public and/or private schools in The Treasure Coast area in order to motivate these students to return to our area after graduation from college.

- C) To establish and administer programs, which generate educational support for the public and/or private schools in The Treasure Coast area through grants for programs and/or general financial support,
- D) To establish and administer business education programs for the members of the Jensen Beach Chamber of Commerce or for other member organizations both for profit as well as non-profit.
- E) To receive, maintain and accept as assets of the corporation, any property, whether real, personal or mixed, by way of gift, bequest, devise or purchase, from any person, firm, trust or corporation, to be held, administered and disposed of in accordance with and pursuant to the provision of these Articles of Incorporation; but no gift, bequest devise or purchase of any such property shall be received or made and adapted if it is conditioned or limited in such manner as shall require the disposition of income or principal to any organization other than a charitable organization or for any purpose other than charitable purposes or which would jeopardize the Federal Income Tax exemption of this corporation pursuant to Section 501 (c) (3) of the Internal Revenue Code of 1986, as amended.
- F) To acquire, either by deed, gift or purchase, any real property or personal property to be held in trust for the benefit of the corporation and its stated purpose.
- G) To mortgage, sell, or otherwise encumber any such property when such action is deemed to be in the best interests of the corporation as defined in its stated purpose as a non-profit organization.

2.2 Powers: To accomplish the foregoing purposes the corporation shall have all corporate powers permitted under Florida law, including the capacity to contract, bring suit and be sued.

2.3 The corporation is specifically precluded from engaging in any prohibited activities as defined in Section 617.0105, Florida Statutes.

2.4 No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its directors, officers, or other private persons, except that the corporation shall be authorized to and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes above.

ARTICLE IV PERIOD OF DURATION

The corporation shall have perpetual existence.

ARTICLE V MEMBERSHIP

The Foundation shall not have members. The method for the election of Directors shall be regulated by the Bylaws of the corporation.

ARTICLE VI SUBSCRIBERS

The name and residence of the subscribers to these Articles of Incorporation are:

Eric Ingraham
949 NE Jensen Beach Blvd.
Jensen Beach FL 34957

Tammy Simoneau
10545 S. Ocean Drive
Jensen Beach FL 34957

Bill West
715 Colorado Ave.
Stuart FL 34994

ARTICLE VII DATA RESPECTING DIRECTORS

The affairs and property of The Foundation shall be managed and governed by a Board of Directors ("the Board") composed of not less than three (3) persons as required by the laws of the State of Florida, who shall be elected as provided in the Bylaws of the Corporation.

The name and addresses of the persons to serve as the initial directors are:

Tammy Simoneau
10545 S. Ocean Drive
Jensen beach FL 34957

Eric Ingraham
949 NE Jensen Beach Blvd.
Jensen Beach FL 34957

Chris Egan
10740 S. Ocean Drive
Jensen Beach FL 34957

David Rosendahl
1905 NE Ricou Terrace
Jensen Beach FL 34957

Pat Caudill
2560 NE Indian River Drive
Jensen Beach FL 34957

Bill West
715 Colorado Ave.
Stuart FL 34994

Laurie Copeland
35 Flagler Avenue
Stuart FL 34994

ARTICLE VIII OFFICERS

The names of the officers who shall serve until the first election are as follows:

President:	Eric Ingraham
Vice President	Tammy Simoneau
Treasurer	Bill West
Secretary	Pat Caudill

Each Officer shall be elected by the Board and may be removed by the Board, at such time and in such manner as will be prescribed by the Bylaws.

ARTICLE IX INFORMAL ACTIONS OF DIRECTORS

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writing, evidencing their consent is filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board.

ARTICLE X BYLAWS

The Bylaws of the corporation are to be made and adopted by the Board present at a regular meeting of such Board or at a special meeting called for such purpose. The Bylaws may be altered, amended or rescinded by the Board according to the provisions of the Bylaws.

ARTICLE XI AMENDMENT OF ARTICLES

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Directors and Officers are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the state of Florida, as amended from time to time, unless the corporation adopts more specific provisions for amendments.

ARTICLE XII REGISTERED AGENT

The above named subscribers, desiring to organize this Corporation under the laws of the State of Florida, hereby designate and appoint Eric Ingraham as the Registered Agent of the Corporation, to accept any and all legal notices and documents. The Registered Agent shall discuss with and show all documents to Officers and Board of Directors and shall take action as appropriate. The address of the Registered Agent is 1900 NE Ricou Terrace, Jensen Beach FL 34957FL.

ARTICLE XIII INDEMNIFICATION

The corporation may be empowered to indemnify any officer or director, or any officer in the manner set out and provided for in the Bylaws of the corporation.

ARTICLE XIV DISSOLUTION AND LIMITATIONS

14.1 The corporation dedicates all assets, which it may acquire to cover the costs of its purpose as set forth in its Articles of Incorporation. In the event that the corporation shall dissolve or otherwise terminate its corporate existence, subject to the provisions of Chapter 607 and 617, Florida Statutes, the corporation shall distribute all its existing assets after an appropriate accounting and all required disbursements are made to one or more organizations described in Section 501 (c) (3) and 170 (c) (2) of the Internal Revenue Code of 1986, as amended, as stated in the corporation's Bylaws or the Federal, State or local government for exclusive public purpose.

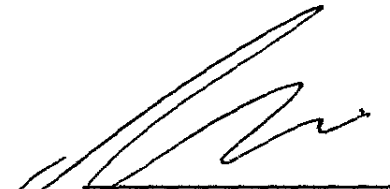
the Internal Revenue Code of 1986, as amended, as stated in the corporation's Bylaws or the Federal, State or local government for exclusive public purpose.

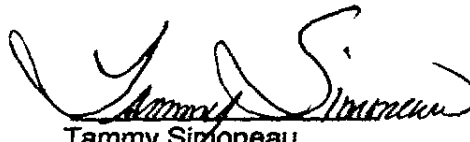
14.2 Notwithstanding any other provision of these Articles, this corporation will not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal Income Tax under section 501 (c) (3) of the Internal Revenue Code of 1986 as amended; or, (b) a corporation, contributions, to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1986, as amended.

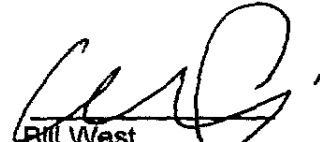
14.3 Notwithstanding any other provision of these Articles, these purposes are limited to those described in Section 501 (c) (3) of the Internal Revenue Code of 1986 as amended.

14.4 In the event of dissolution, no part of the corporation's assets shall inure to the benefit of any officer, director or member of the corporation.

IN WITNESS THEREOF, the undersigned have subscribed the names under the seal this
14th day of SEPTEMBER 2005.


Eric Ingraham


Tammy Simoneau



Bill West

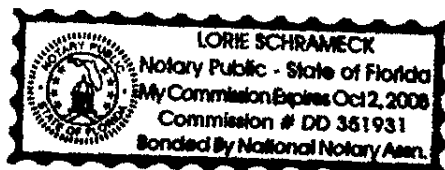
STATE OF FLORIDA
COUNTY OF MARTIN

I HEREBY CERTIFY before me the undersigned authority, personally appeared, to me well known to be the persons, subscribed their names to the foregoing Articles of Incorporation and who acknowledge before me that they executed such Articles of Incorporation for the purposes they expressed.

WITNESS my hand and official seal in the aforesaid County and State, this 14th day of
SEPTEMBER 2005

NOTARY PUBLIC, STATE OF FLORIDA My Commission Expires: 10-2-08

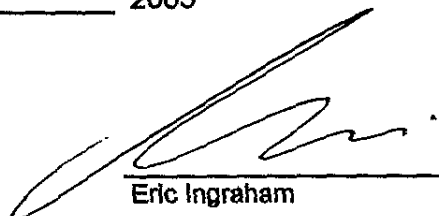




ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-named Corporation, at the place designated in the Articles of Incorporation, Eric Ingraham whose address is 1900 NE Ricou Terrace, Jensen Beach FL 34957, agrees to act in this capacity, until my successor shall have been named by the Directors of the Corporation, and the proper department of the state of Florida notified therefore, and agrees to comply with provisions of Section 48.091 relative to keeping open such office, and has consented to said appointment;.

DATED, this 14 day of September 2005


Eric Ingraham

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DIVISION OF CORPORATIONS
05 OCT -3 AM 7:47