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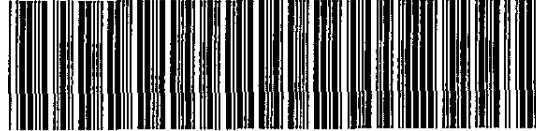
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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

November 10, 2005

JOEL S. TREUHART LAW OFFICES  
% DOMINIWUE POTEAT  
2274 STATE ROAD 580, SUITE C  
CLEARWATER, FL 33763

SUBJECT: THE IAN TILMANN FOUNDATION, INC.  
Ref. Number: W05000050577

We have received your document for THE IAN TILMANN FOUNDATION, INC.. However, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State.

Your document will be retained in our pending file.

The corporate filing fees for profit and nonprofit, domestic or foreign are as follows:

Filing Fees	\$35.00
Registered Agent Designation	\$35.00
Certified Copy	\$8.75
Certificate of Status	\$8.75

An effective date may be added to the Articles of Incorporation **if a 2006 date is needed**, otherwise the date of receipt will be the file date. **A separate article must be added to the Articles of Incorporation for the effective date.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6934.

Loria Poole  
Document Specialist  
NEW FILINGS

Letter Number: 705A00067079

# JOEL S. TREUHAFI LAW OFFICES

*P r o f e s s i o n a l   A s s o c i a t i o n*

Joel S. TreuhafI, Attorney at Law  
Admitted in Florida and Ohio

October 19, 2005

Department of State  
Division of Corporations  
Corporate Filings  
PO Box 6327  
Tallahassee, Florida 32314

**RE:   The Ian Tilmann Foundation, Inc.**

Dear Sir or Madam:

Please find enclosed a fully executed, original Articles of Incorporation and a copy of same with regard to the above-referenced non-profit organization.

Please file the original, and file stamp the copy and return it to me in the self addressed stamped envelope provided herein.

Thank you in advance for your anticipated cooperation with regard to this matter. If you have any questions or comments, please do not hesitate to contact me at your earliest convenience.

Very truly yours,

**TREUHAFI LAW OFFICE**



Dominique Poteat, Legal Assistant to  
Joel S. TreuhafI, Esquire

cc:   Ian Tilmann Foundation, Inc.

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**ARTICLES OF INCORPORATION  
OF  
THE IAN TILMANN FOUNDATION, INC.  
a Florida Non-Profit Corporation**

**ARTICLE I  
NAME OF CORPORATION**

The name of this Corporation is **The Ian Tilmann Foundation, Inc.**

**ARTICLE II  
CORPORATE NATURE**

This is a non-profit Corporation, organized solely for general educational and charitable purposes pursuant to the Florida Corporations Not For Profit Law set forth in Section 617 of the Florida Statutes.

**ARTICLE III  
DURATION**

The term of existence of the Corporation is perpetual.

**ARTICLE IV  
PURPOSE**

This Corporation is organized exclusively for charitable, educational, and scientific purposes, including, for such purposes, the making of distribution to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code. The Corporation shall promote education of the public, and promote public awareness about the prevention of traumatic brain injuries resulting from skating sports; Promoting the use of helmets for skating sports; To help distribute helmets and other safety equipment at reduced rates, to people participating in skating activities; Developing safety materials for distribution to skaters and their families detailing the benefits of skating safety equipment, the dangers and the consequences of failing to wear safety equipment; Offering assistance and counseling to families with members who have suffered skating related injuries or losses; Obtaining funds from public and private sources, in order to accomplish such objectives. The Corporation shall engage in various fund-raising activities to achieve the above-mentioned purposes, including the application for and receipt of grants from State or Federal governmental authorities, public and private foundations, and individuals. The Corporation shall also engage in any lawful business or activities related thereto and engage in any other lawful act where activity for which corporations may be organized under the Florida Not For Profit Chapter. Such activities shall include, but are not limited to:

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- a. To establish and operate a charitable organization for persons who have suffered skating related injuries or losses and to assist in the care of such persons; to educate and train others about skating safety equipment;
- b. To exercise all rights and powers conferred by the laws of Florida upon nonprofit corporations, including without limiting the generality of the foregoing, to acquire by donation, contribution, bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein.
- c. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

## **ARTICLE V**

### **DIRECTORS**

There shall be two (2) members of the initial Board of Directors of the Corporation, and the initial Board of Directors shall adopt such criteria in its by-laws as it deems appropriate to govern the conduct, qualification and numbers of Directors in the future. The names and addresses of the persons who are to serve as Directors until the first election thereof are as follows:

Marcy Tilmann of 102 Timberview Drive, Safety Harbor, Florida 34695

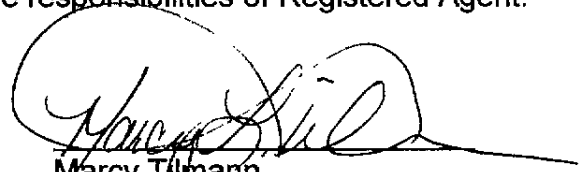
Barry Tilmann of 102 Timberview Drive, Safety Harbor, Florida 34695

## **ARTICLE VI**

### **REGISTERED OFFICE AND AGENT**

The principal office of the Corporation shall be located at the **102 Timberview Drive, Safety Harbor, Florida 34695**, and the name of its registered agent at said address shall be **Marcy Tilmann**.

I certify that I am familiar with and accept the responsibilities of Registered Agent.



Marcy Tilmann  
Registered Agent

## **ARTICLE VII**

### **MEMBERS**

The Corporation shall have Voting Members who shall be elected (and may be removed) by the Voting Members and shall have all the rights and privileges of members of the Corporation. The Bylaws may provide for Nonvoting Members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the Bylaws, but who shall not have the right to vote. The name and address of each initial Voting Member is as follows:

Barry Tilmann of 102 Timberview Drive, Safety Harbor, Florida 34695

Marcy Tilmann of 102 Timberview Drive, Safety Harbor, Florida 34695

## **ARTICLE VIII**

### **EARNINGS**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, officers, trustees, or other persons, 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 purposes set forth herein. No substantial part of the purposes set forth herein 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 publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal income tax under Section 501(c)(3) or future United States Internal Revenue Laws, or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or any amendments or corresponding provisions of future United States Internal Revenue Laws.

## **ARTICLE IX**

### **BYLAWS**

The Bylaws of the Corporation are to be made and adopted by the Board of Directors, and may be altered, amended or rescinded by the Board of Directors.

## **ARTICLE X**

### **AMENDMENT**

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 Members, Directors and Officers are subject to this reservation.

## **ARTICLE XI**

### **NONSTOCK BASIS**

The Corporation is organized and shall be operated on a nonstock basis and shall not have the power to issue shares of any type or class of stock or other certificates or writings evidencing an ownership or proprietary interest in the Corporation.

## **ARTICLE XII**

### **INDEMNIFICATION**

The Corporation may indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by the Florida General Corporation Act and the Florida Nonprofit Corporation Act.

## **ARTICLE XIII**

### **DISSOLUTION**

Upon the voluntary or involuntary dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the debts and liabilities of the Corporation, dispose of all of the assets of the Corporation, exclusively for charitable, educational, or scientific purposes which shall at that time be qualified as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 or any amendments thereto or corresponding provision of any future United States Internal Revenue Code, as the Board of Directors shall determine. Any such asset not so disposed of shall be disposed of in accordance with the provisions of the Florida Not For

Profit Corporation Act by organizations qualified as exempt organizations as stated herein, and in accordance therewith.

#### ARTICLE XIV

#### INCORPORATORS

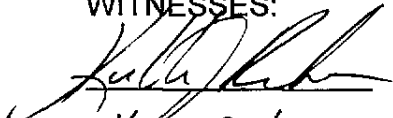
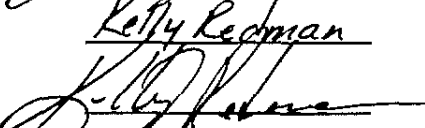
The names and residence addresses of the subscribers of these Articles of Incorporation are:


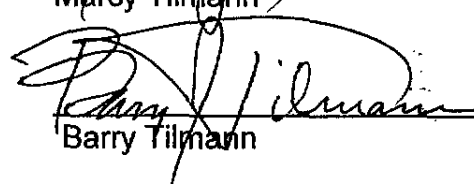
Marcy Tilmann of 102 Timberview Drive, Safety Harbor, Florida 34695

Barry Tilmann of 102 Timberview Drive, Safety Harbor, Florida 34695

**IN WITNESS WHEREOF**, we have hereunto set our hands and seals the \_\_\_ day of October, 2005, for the purposes of forming this non-profit corporation under the laws of the State of Florida, and we hereby make and file in the office of the Secretary of State of Florida, these Articles of Incorporation, and certify that the facts herein stated are true.

WITNESSES:

  
Kelly Redman  
  
Kelly Redman

  
Marcy Tilmann  
  
Barry Tilmann

STATE OF FLORIDA )  
COUNTY OF PINELLAS )

BEFORE ME, the undersigned authority, this day, personally appeared **Marcy Tilmann**, to me well known to be the individual or who has produced FL D/L as identification and who are the individuals described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purposes therein expressed.

**WITNESS** my hand and official seal in the City of Clearwater, State of Florida and County of Pinellas, this 13<sup>th</sup> day of October, 2005.

  
NOTARY PUBLIC

