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**FLORIDA NON-PROFIT CORPORATION**

**Marino Family Foundation, Inc.**

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**ARTICLES OF INCORPORATION**  
**OF**  
**MARINO FAMILY FOUNDATION, INC.**  
**(a Florida Nonprofit Corporation)**

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I**  
**NAME**

The name of the Corporation is the MARINO FAMILY FOUNDATION, INC.

**ARTICLE II**  
**PURPOSE**

The general purposes for which the Corporation is organized are as follows:

A. The purposes for which the Corporation is organized are to receive and maintain real or personal property, or both, and subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary, or educational purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended.

B. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any Director or Officer of the Corporation, or any other private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation, and reasonable expenses may be paid thereto, affecting one or more of the Corporation's purposes), and no Director or Officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on the dissolution of the Corporation. No substantial part of the activities of the Corporation shall include the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall neither participate nor intervene (including the publication or distribution of statements) in any political campaign on behalf of any candidate for public office, at any time.

C. The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by Section 4942 of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

D. The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

E. The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

F. The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

G. The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

H. Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and the Regulations as they now exist or as they may hereafter be amended.

I. Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the Corporation is then located, exclusively for such purpose or to such organization or organizations, as the Court shall determine, which are organized and operated exclusively for such purposes.

### **ARTICLE III PRINCIPAL OFFICE AND ADDRESS**

The address of the principal office and mailing address of the Corporation is 2853 Capistrano Way, Naples, Florida 34105.

### **ARTICLE IV DURATION**

The term of the Corporation is perpetual.

## ARTICLE V DIRECTORS

The number of Directors of the Corporation shall be fixed at three. The method of the election of the Directors of the Corporation is set forth in the Bylaws of the Corporation. Initially, the Directors of the Corporation shall be as follows:

Joseph W. Marino  
2853 Capistrano Way  
Naples, Florida 34105

Marguerite M. Marino  
2853 Capistrano Way  
Naples, Florida 34105

Gene P. Otto  
160 North Pointe Blvd., Suite 200  
Lancaster, Pennsylvania 17601

## ARTICLE VI MEMBERS

The Corporation shall have no members.

## ARTICLE VII REGISTERED OFFICE AND AGENT

The registered agent and office of the Corporation shall be Robert M. Buckel, Esquire, c/o Porter, Wright, Morris & Arthur LLP, 5801 Pelican Bay Boulevard, Suite 300, Naples, Florida 34108.

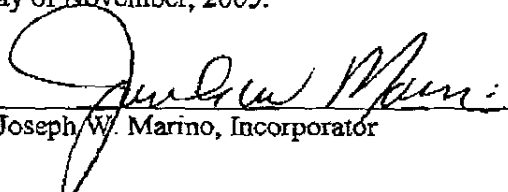
## ARTICLE VIII INCORPORATOR

The name and address of the incorporator is Joseph W. Marino, 2853 Capistrano Way, Naples, Florida 34105.

## ARTICLE IX AMENDMENT

The Corporation reserves the right, by the affirmative vote of the majority of the Corporation's Board of Directors, to amend or repeal any provision or provisions contained in these Articles of Incorporation or any amendment to them in any manner which does not contravene the purposes of the Corporation as stated herein and which would not adversely affect the Corporation's status as an organization qualifying under Section 501(c)(3) of the Internal Revenue Code of 1986.

IN WITNESS WHEREOF, the undersigned, being the original incorporator, has signed these Articles of Incorporation on this 28th day of November, 2005.

  
Joseph W. Marino, Incorporator

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Chapter 617 of the Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is Marino Family Foundation, Inc.
2. The name and address of the registered agent and office are:

Robert M. Buckel, Esquire  
c/o Porter, Wright, Morris & Arthur LLP  
5801 Pelican Bay Boulevard, Suite 300  
Naples, Florida 34108

HAVING BEEN NAMED in the State of Florida as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Dated: November 28, 2005

  
Robert M. Buckel

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