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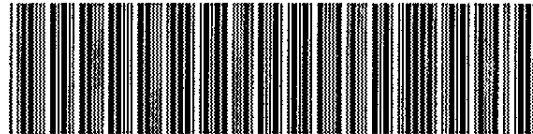
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. Shivers AUG 08 2006

COVER LETTER

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

SUBJECT: THE PAUL S. BOMBERGER JR. 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: Kraig H. Koach
Name (Printed or typed)

1530 Cross Street
Address

Sarasota, FL 34236-7015
City, State & Zip

941-951-1234
Daytime Telephone number

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TALLAHASSEE, FLORIDA

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

ARTICLES OF INCORPORATION

OF

THE PAUL S. BOMBERGER JR. FOUNDATION, INC.

A Florida Not-For-Profit Corporation

The undersigned persons, acting as incorporators of a corporation not for profit under the Florida Not-For-Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, adopt the following Articles of Incorporation for the corporation:

ARTICLE I. NAME

The name of the corporation is: **THE PAUL S. BOMBERGER JR. FOUNDATION, INC.**

The principal place of business of this corporation shall be as follows:

Corporate Address:

9816 Sweetwater Avenue
Bradenton, Florida 34202-4041

ARTICLE II. DURATION

The corporation shall have perpetual duration.

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ARTICLE III. PURPOSES

The purpose for which the corporation is organized is:

A. To aid, support, and assist by gifts, contributions, or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable, educational or scientific purposes.

B. To operate exclusively for such purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws, including for such purposes, the making of distributions to organizations which qualify as tax exempt organizations under that code.

C. Notwithstanding any other provision of these Articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal and state income tax under section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue law.

ARTICLE IV. 501(c)(3) LIMITATIONS

1. No Private Inurement: The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to the Directors, Officers, or Members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying

out the Corporation's charitable and educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable and educational purposes, no part of which shall inure to the benefit of any individual.

2. Lobbying and Political Campaigns: No substantial part of the activities of the Corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.

3. Dissolution: Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code of 1986, as amended, to be used exclusively for charitable and educational purposes. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

4. "Private Foundation" Provisions: In the event this Corporation is considered to be a "Private Foundation" by the U. S. Internal Revenue Service under provisions of the United States Code, the following provisions apply:

(A) 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 of 1986, as amended, or the corresponding section of any future federal tax code.

(B) The Corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code.

(C) The Corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code.

(D) The Corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code.

(E) The Corporation will not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code.

ARTICLE V. INDEMNIFICATION

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he or she is or was a Director or Officer of the Corporation, shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and

disbursements, incurred by him or her (or by his or her heirs, executors or administrators), in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his or her duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Office (or such heirs, executors or administrators) may be entitled apart from this Article.

ARTICLE VI. MEMBERS

The sole class of members of this Corporation shall be its Directors. The qualifications of the members of the Corporation, the manner of their admission, the property, voting, and other rights and privileges of members shall be regulated in the By-Laws. The members of this Corporation shall have no right, title or interest whatsoever in its income, property or assets, nor shall any portion of such income, property or assets be distributed to any member on the dissolution or winding up of this Corporation. Members of this Corporation shall not be personally liable for the debts, liabilities or obligations of the Corporation, and shall not be subject to any assessments.

ARTICLE VII. SUBSCRIBER

The name and residence address of the subscriber is:

<u>Name</u>	<u>Address</u>
Paul S. Bomberger, Jr.	9816 Sweetwater Avenue Bradenton, Florida 34202-4041

ARTICLE VIII. BOARD OF DIRECTORS

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a Board of Directors. The Board of Directors shall consist of three (3) members, or such greater number as may be determined from time to time by resolution of the Board of Directors.

The Directors shall serve indefinite terms until they resign or are removed in accordance with the provisions of the bylaws.

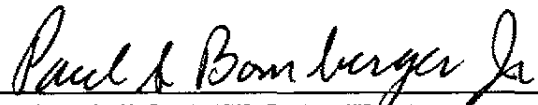
The names and addresses of such first members of the Board of Directors are as follows:

<u>Name</u>	<u>Address</u>
Paul S. Bomberger, Jr.	9816 Sweetwater Avenue Bradenton, Florida 34202-4041
Richard Dombro	1918 Bay Road Sarasota, FL 34239
Frances N. Bomberger	9816 Sweetwater Avenue Bradenton, Florida 34202-4041
Gregory S. Roper	7222 South Tamiami Trail Suite 105 Sarasota, Florida 34231

ARTICLE IX. AMENDMENT TO ARTICLES OF INCORPORATION

The Articles of Incorporation may be amended by the members of the Board of Directors at any annual meeting or special meeting by a two-thirds (2/3) vote of the members present.

IN WITNESS WHEREOF, the undersigned, being the incorporator hereinbefore named, for the purpose of forming a corporation pursuant to the Florida General Corporation Act, has executed these Articles of Incorporation this 1st day of August, 2006.

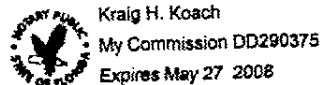

PAUL S. BOMBERGER, JR., Incorporator

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 1st day of August, 2006, by **PAUL S. BOMBERGER, JR.**, who is personally known to me or who produced _____ as identification. _____


Notary Public

My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON
WHOM SERVICE MAY BE SERVED.**

In pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

First, that **THE PAUL S. BOMBERGER, JR. FOUNDATION, INC.**, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, at 9816 Sweetwater Drive, Bradenton, Florida 34202-4041, has named **GREGORY S. ROPER**, 7222 South Tamiami Trail, Suite 105, Sarasota, Florida 34231 as its agent to accept service of process within this State.

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned hereby accepts the designation as registered agent of the above corporation. In accept the duties and obligations of Section 607.0505 Florida Statutes and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


GREGORY S. ROPER

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