

Division of Corporations

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA**FLORIDA PROFIT/NON PROFIT CORPORATION****The Brad Richards Foundation, Inc.**

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**ARTICLES OF INCORPORATION
OF
THE BRAD RICHARDS FOUNDATION, INC.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I

Name, Principal Place of Business, and Mailing Address

The name of the Corporation is: The Brad Richards Foundation, Inc. The principal place of business address is: c/o Carlton Fields, PA, 4221 W. Boy Scout Blvd, Suite 1000, Tampa, FL 33607. The mailing address is: P.O. Box 23025, Tampa, FL 33623-3205.

ARTICLE II

Term of Existence

The date when corporate existence shall commence shall be the date of the filing of these articles of incorporation by the office of the Florida Department of State and the Corporation shall have perpetual existence thereafter.

ARTICLE III

Purpose

The Corporation is organized and shall be operated exclusively for educational and charitable purposes, including, but not limited to, assisting those less fortunate, to creating and contributing to causes that provide exceptional experiences and treatment for children and families enduring chronic and/or life threatening illness and to the advancement of youth and amateur sports.

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.

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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**Initial Registered Office and Agent**

The street address of the initial registered office of the Corporation is 4221 W. Boy Scout Boulevard, Suite 1000, Tampa, Florida 33607, and the name of its initial registered agent at such address is CFRA, I.L.C.

ARTICLE VI**Directors and Officers**

The Corporation shall have three (3) directors initially. The number of directors may be increased or decreased from time to time and their election and appointment shall be 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 and officer of the Corporation who shall serve until his successor is duly elected and qualified are:

<u>Name</u>	<u>Address</u>
Brad Richards, President	809 Seddon Cove Tampa, Florida 33602
Delite Richards, Secretary	P.O. Box 166 Murray Harbour, PEI Canada COA 1VO
Rand Simon, Treasurer	Suite 400 201 City Centre Drive Mississauga, ON Canada L5B 2T4

ARTICLE VII**Incorporator**

The name and address of the incorporator signing these articles of incorporation are:

<u>Name</u>	<u>Address</u>
Cristin A. Conley	4221 W. Boy Scout Boulevard Suite 1000 Tampa, Florida 33607

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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

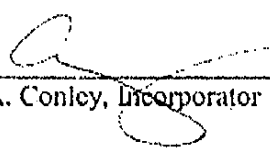
These articles of incorporation may be amended in the manner provided by law.

ARTICLE X

Dissolution

Upon a dissolution of the Corporation, the residual assets of the Corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future law, or to the federal, state, or local government for exclusive public purpose.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 7th day of August 2006.



Cristin A. Conley, Incorporator

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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, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accept the duties and obligations of its position as registered agent.

Dated this 7th day of August 2006.

Registered Agent

CFRA, LLC
a Florida limited liability company

By: _____

Cristin A. Conley

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