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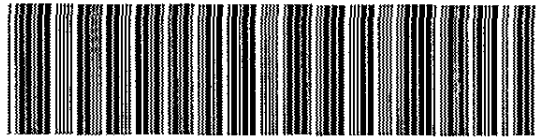
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**COVER LETTER**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

SUBJECT: The M.A.C. 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: Robert Savage

Name (Printed or typed)

500 E. Kennedy Blvd., Suite 200

Address

Tampa, FL 33602

City, State & Zip

813-251-4890

Daytime Telephone number

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

**ARTICLES OF INCORPORATION FOR  
THE M.A.C. FOUNDATION, INC.**

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**A NONSTOCK, NONPROFIT CORPORATION**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned natural persons of lawful age, for the purpose of forming a nonprofit corporation under Florida Statutes Chapter 617.0202 adopt the following articles of incorporation:

**Article One: Name and Principal Office**

The name of the corporation is The M.A.C. Foundation, Inc. and the principal office of the corporation is 1920 E. Habana Ave, Tampa, Hillsborough County, Florida.

**Article Two: Registered Office and Agent**

The name of the registered agent of the corporation is Robert K. Savage. The street address of the registered office, which is also the address of the registered agent is 5440 South MacDill Ave #3 I, Tampa, FL 33602.

**Article Three: Duration**

The period of duration of this nonprofit corporation is unlimited.

**Article Four: Type of Corporation**

The corporation is a public benefit corporation, which is organized for non-pecuniary charitable and cultural purposes.

**Article Five: Authorization**

The corporation is organized under Florida Statutes Chapter 617 – Corporations Not for Profit.

**Article Six: Purposes**

This corporation is organized exclusively for charitable and educational purposes under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**Article Seven: Corporate Net Earnings; Activities**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, directors or trustees, officers, or other private 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 purpose or purposes set forth in Article Six hereof.

No substantial part of the activities of the corporation 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 or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles of incorporation, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, or the

corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code or, if reference to federal law in the articles or certificate of incorporation imposes a limitation that is invalid under the law of the state of incorporation, state: shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purpose or purposes of this corporation.

#### **Article Eight. Members**

The corporation shall have a membership distinct from the board of directors. The authorized number and qualifications of the members of the corporation; the manner of their admission; the different classes of membership, if any; the property, voting, and other rights and privileges of members, and their liability for dues and assessments and the method of collection thereof; shall be set forth in the bylaws. There shall be no personal liability of members for corporate obligations.

#### **Article Nine: Dedication of Assets: Distribution on Dissolution**

The assets of this corporation are irrevocably and permanently dedicated to the purpose or purposes set forth in Article Six. Upon the dissolution of the corporation, its assets shall be distributed for one or more exempt purpose(s) within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as such court shall determine, that are organized and operated exclusively for such purposes.

#### **Article Ten: Nonstock Corporation**

The corporation is nonstock, and no dividends or pecuniary profits will be declared or paid to the members of the corporation.

#### **Article Eleven: Directors**

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted, by a board of directors. The number of directors of the corporation shall be seven, provided, however, that the number of directors can be changed by a bylaw duly adopted pursuant to the bylaws of this corporation.

Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting if all the members of the board individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceeding of the board. Such action by written consent will have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law relating to actions so taken must state that the action was taken by unanimous written consent of the board of directors without a meeting and that the articles of incorporation and bylaws of this corporation authorize the directors to so act. Such a statement shall be prima facie evidence of such authority.

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

Steve Campana  
5440 South MacDill Ave  
#3 I  
Tampa, FL 33611

Darrin Guilbeau  
217 N. 12th St. #116  
Tampa, FL 33602

#### **Article Twelve: Election of Directors**

The directors named in these articles as the first board of directors shall hold office until the first annual meeting of members to be held on May 1, 2007 at which time an election of directors by the members shall be held as set forth in the by-laws.

#### **Article Thirteen: Corporate Officers**

The general officers of the corporation shall be president, vice-president, secretary, and treasurer. The board of directors may provide for the appointment of additional officers as they may deem for the best interest of the corporation.

Whenever the board of directors may order, any two offices, the duties of which do not conflict, may be held by one person.

The officers shall perform additional or different duties as from time to time are imposed or required by the board of directors, or as may be prescribed from time to time by the bylaws.

#### **Article Fourteen: Amendments**

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of 51% of a quorum of members of the corporation.

#### **Article Fifteen: Classes of Membership**

The corporation shall have one class of members, and any one person may hold no more than one membership. The rights and privileges of all members shall be equal. No member shall be entitled to vote.

#### **Article Sixteen: Membership Dues and Assessments**

Membership dues shall be set and assessed according to the board of directors as the board of directors shall from time to time determine.

#### **Article Seventeen: Incorporator**

The names and address of the person forming this corporation are as follows:

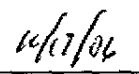
Robert K. Savage  
500 East Kennedy Boulevard  
Suite 200  
Tampa, FL 33602

Having been named as a registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

  
\_\_\_\_\_  
Signature/Registered Agent

  
\_\_\_\_\_  
Date

  
\_\_\_\_\_  
Signature/Incorporator

  
\_\_\_\_\_  
Date

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TALLAHASSEE, FL 32304