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TAX AND FINANCIAL CONSULTANTS TO THE AVIATION INDUSTRY

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(Business Entity Name)

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07 MAY -3 PM 1:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

5/4/07

**ARTICLES OF INCORPORATION**

**OF**

**SHARON P. FRANKLIN AND LAVERNE C. FRANKLIN COMMUNITY  
SERVICE SCHOLARSHIP, INC.**

**(a corporation not for profit)**

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**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

THE UNDERSIGNED, acting as sole incorporators of a corporation not for profit to be formed under the Florida Not For Profit Corporation Act, adopt the following Articles of Incorporation:

**FIRST:** The name of the corporation (the "Corporation") is:

**SHARON P. FRANKLIN AND LAVERNE C. FRANKLIN COMMUNITY SERVICE  
SCHOLARSHIP, INC.**

The initial principal office and mailing address of the Corporation is:

7005 Kiwi Place  
Naples, FL 34113

**SECOND:** The term for which the Corporation is to exist shall be perpetual or until such time as the Corporation shall have been dissolved in accordance with the laws of the State of Florida.

**THIRD:** The Corporation shall have members, the qualifications and voting rights of whom shall be set forth in the Bylaws of the Corporation.

**FOURTH:** The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations qualifying as organizations exempt from federal income tax

under section 501(c)(3) of the Internal Revenue Code, or corresponding sections of any future federal tax code. Specifically, the intended purpose of the organization is to supplement the financial needs of motivated high school students via scholarships, which will be granted to qualified individuals, and to assist generally in the promotion of academic enrichment as well as to engage in any lawful act or activity for which corporations not for profit may be formed under the Florida Not For Profit Act.

FIFTH: The name of the initial registered agent of the Corporation is LaVerne C. Franklin and the street address of the initial registered agent, which shall be the registered office of the Corporation is 7005 Kiwi Place, Naples, FL 34113.

SIXTH: The manner in which the directors are to be elected or appointed shall be as stated in the Bylaws of the Corporation.

SEVENTH: The names and addresses of the incorporators are:

Sharon P. Franklin  
955 New Waterford Place  
Naples, FL 34104

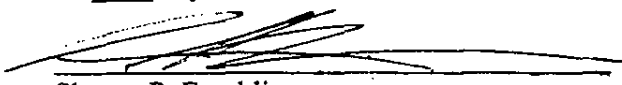
LaVerne C. Franklin  
7005 Kiwi Place  
Naples, FL 34113


EIGHTH: No part of the net earnings of the organization shall inure to the benefit or, or be distributable to its members, trustees, officers, or other private persons, except the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in

furtherance of the purposes set for the in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements for) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other purpose not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding sections of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding sections of any future federal tax code.

NINTH: Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or 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 disposed of shall be disposed of by the Circuit Court (or similar court) of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, the undersigned, being sole incorporators, have  
executed these Articles of Incorporation on this 1 day of <sup>May</sup>~~March~~, 2007.

  
Sharon P. Franklin  
Incorporator

  
LaVerne C. Franklin  
Incorporator

I, LaVerne C. Franklin, having been designated to act as registered agent,  
hereby agree to act in such capacity.

  
LaVerne C. Franklin

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