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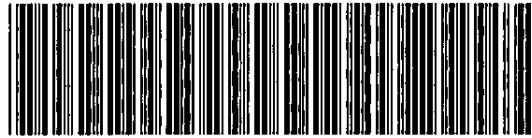
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TALLAHASSEE, FLORIDA

5/10/07

William E. Ringelstein
DOCUMENT PREPARATION AGENCY
1780 Deborah Dr., Unit 12
Punta Gorda, FL 33950
(941) 637-9979

May 7, 2007

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Dear Sirs:

Attached you will find Articles of Incorporation (original + 1 copy), check # 091 in the amount of \$ 78.75, Certificate of Registered Agent/Registered Office and Transmittal Letter pursuant to filing nonprofit Articles of Incorporation for The Pilot Foundation of Fort Myers Beach, Inc.

Please send the Certificate of Incorporation and address any correspondence directly to me at the above address; I am acting on behalf of the applicant.

Thank you.

Sincerely,



William E. Ringelstein
Document Preparation Agency

Transmittal Letter

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Subject: ^{THE} PILOT FOUNDATION OF FORT MYERS BEACH, INC

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 and Certificate of Status

\$ 78.75 Filing Fee and Certified Copy

\$ 87.50 Filing Fee, Certified Copy & Certificate of Status

From:

William E. Ringelstein
Document Preparation Agency
1780 Deborah Dr., Unit 12
Punta Gorda, FL 33950

ARTICLES OF INCORPORATION

OF

The Pilot Foundation of Fort Myers Beach, Inc.

A NON-PROFIT CORPORATION

The undersigned incorporator(s), in order to form a non-profit corporation under the laws of the state of Florida, adopt the following Articles of Incorporation:

ONE: The name of this corporation shall be:

The Pilot Foundation of Fort Myers Beach, Inc.

TWO: The principle place of business and mailing address of this corporation shall be:

The Pilot Foundation of Fort Myers Beach, Inc., c/o Nancy Mulholland, 321 Seminole Way,
Ft. Myers Beach, FL 33931

THREE: This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

The specific purposes for which this corporation is organized are:

A. The purposes for which The Pilot Foundation of Fort Myers Beach, Inc. is organized are exclusively charitable, educational and scientific within the meaning of section 501 (c) (3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue law.

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

C. Upon the dissolution of the corporation, 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 so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

D. To solicit, collect and otherwise raise money to fund those aims and goals of The Pilot Foundation of Fort Myers Beach, Inc. which are exclusively charitable and within the meaning of section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

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FOUR: The manner in which the Directors are elected is as follows:

The Officers and Directors will be elected in the same manner as the Officers and Directors of the Pilot Club of Fort Myers Beach and hold the same office as held in that Club as per their By-Laws.

FIVE: The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes, unless limited as follows:

No additional limits.

SIX: These Articles of Incorporation may be amended as follows:

A. At any regular or special meeting of the Corporation, at which a quorum is present, by affirmative vote of two-thirds of the members present and voting, providing the Directors have previously considered the merits of the amendments.

B. No amendment shall be put to a vote unless written notice thereof stating the proposed amendment shall have been given to each member, by mail or personal delivery, at least two weeks prior to the meeting at which the vote on the proposed amendment is to be taken.

SEVEN: The name and street address of the initial registered agent of this corporation is:

Nancy Mulholland, 321 Seminole Way, Ft. Myers Beach, FL 33931

EIGHT: The names and the street addresses of the 3 initial directors and 3 incorporators are:

Directors:

- 1. Alice Plaatje, 521 Randy Lane, Ft. Myers Beach, FL 33931
- 2. Donna Raymond, 393 Donora Blvd., Ft. Myers Beach, FL 33931
- 3. Karen Swanbeck, 3409 Shell Mound Blvd., Ft. Myers Beach, FL 33931

Incorporators:

- 1. Nancy Mulholland, 321 Seminole Way, Ft. Myers Beach, FL 33931
- 2. Barbara Mezeske, 10 Pepita St., Ft. Myers Beach, FL 33931
- 3. Carolyn VanDuzer, 5615 Lewis St., Ft. Myers Beach, FL 33931

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TALLAHASSEE, FLORIDA

The undersigned incorporators have executed these Articles of Incorporation this 18th day of April, 2007.

Signatures of Incorporators:

Nancy Mulholland Nancy Mulholland

Barbara K. Mezeske Barbara Mezeske

Carolyn VanDuzer Carolyn VanDuzer

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

**PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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:

The Pilot Foundation of Fort Myers Beach, Inc.

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TALLAHASSEE, FLORIDA

2. The name and address of the registered agent and office is:

Nancy Mulholland
321 Seminole Way
Ft. Myers Beach, FL 33931

Having been named 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature Nancy Mulholland Date 4-18-07