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Myra Wood GAVE  
AUTHORIZATION BY PHONE TO  
CORP Add incorporation address  
DATE 1/23/08  
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08 JAN 22 AM 10:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE 1/30/08

1077-59729

***Myra R. Wood, President  
Adam David Hunter Memorial Foundation, Inc.  
4135 Harry Drive  
Fruitland Park, Florida 34731  
Office: 352-323-1871  
Cell: 352-516-0813***

January 18, 2008

Ms. Ruby Dunlap, Regulatory Specialist II  
Florida Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

Ref. Number: W07000059729

Dear Ms. Dunlap:

Reference is made to your Letter Number: 807A00069295 (copy attached), dated December 10, 2007, describing changes and/or additions that needed to be made to the Articles of Incorporation for the Adam David Hunter Memorial Foundation, Inc.

As requested, I have enclosed a check for processing fees in the amount of \$87.50, which should cover all fees indicated in your letter. I have also described the manner in which the initial directors are appointed on Page 2, Line 4, under Article VII, Incorporators on the Articles. Additionally, the effective date for the Articles of Incorporation, as stated in Article III, shall be January 30, 2008.

I trust I have provided you with all the information you need. Should you have any questions, or if additional information or changes are needed, please let me know.

Sincerely,

Myra R. Wood, President  
Adam David Hunter Memorial Foundation, Inc.

/mrw

Attachments: Letter Number: 807A00069295  
Articles of Incorporation (Updated)  
Check Number: 2072 (\$87.50)



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

December 10, 2007

ADAM DAVID HUNTER MEMORIAL FOUNDATION, INC.  
ATTN: MYRA WOOD, PRESIDENT  
4135 HARRY DRIVE  
FRUITLAND PARK, FL 34731

SUBJECT: ADAM DAVID HUNTER MEMORIAL FOUNDATION, INC.  
Ref. Number: W07000059729

We have received your document for ADAM DAVID HUNTER MEMORIAL FOUNDATION, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State.

The fees for profit and nonprofit, domestic or foreign are as follows:

Filings Fees:	\$35.00
Registered Agent	
Designation	\$35.00
Certified Copy	\$8.75
Certificate of Status	\$8.75

\* You must list at least one incorporator with a complete business street address.

\* Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

\* We need to know how would the initial directors be elected or appointed. The article numbers must be listed in sequence.

An effective date may be added to the Articles of Incorporation if a 2008 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6879.

Ruby Dunlap  
Regulatory Specialist II

Letter Number: 807A00069295

**ARTICLES OF INCORPORATION  
OF**

**ADAM DAVID HUNTER MEMORIAL FOUNDATION, INC.**  
*(A Corporation Not-for-Profit)*

**FILED**

08 JAN 22 AM 10:33

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**EFFECTIVE DATE** 1/30/08

The undersigned natural persons of Legal age, acting as incorporators for the purpose of creating a corporation not-for-profit under the laws of the State of Florida as provided in Chapter 617, Florida Statutes, do thereby adopt the following Articles of Incorporation:

**ARTICLE I**  
**Name and Address**

The name and address of this corporation shall be: Adam David Hunter Memorial Foundation, Inc., 4135 Harry Drive, Fruitland Park, Florida 34731.

**ARTICLE II**

The corporation shall have perpetual existence.

**ARTICLE III**  
**Effective Date of Incorporation**

The effective date of the Articles of Incorporation for the Adam David Hunter Memorial Foundation, Inc. shall be January 30, 2008.

**ARTICLE IV**  
**Purpose**

Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes within the meaning of section 501© (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law).

**ARTICLE V**  
**Powers**

This corporation shall have all powers granted by law to not-for-profit corporation subject to the following limitations and restrictions:

- (a) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, director, 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 purposes set forth in Article III hereof. No substantial part of the activities of the corporation shall be 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 other provision of these articles, 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 provision of any future United States Revenue law) or (b) by a corporation, contributions to which are deductible under Section 170(7)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law).

- (b) No member, director, officer, or private individual, shall be entitled to share in the distribution of any corporate assets upon dissolution of the corporation. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of the liabilities of the corporation, dispose of the residual assets of the corporation to one or more organizations described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law) or to a Federal, State, or local government for exclusive public purpose, as the Board of Directors shall determine.
- (c) The corporation shall not engage in any prohibited activity as defined in Florida Statutes Section 617.0835, or as subsequently amended.

## **ARTICLE VI**

### **Membership**

The corporation shall have no capital stock, and shall be composed of Members rather than stockholders. The membership of the corporation shall consist of the individuals consisting of the Board of Directors, hereinafter provided, and their successors in office.

## **ARTICLE VII**

### **Incorporators**

The officers of the corporation shall consist of a President, a Secretary and a Treasurer and such officers and assistant officers as the Board of Directors shall provide for in the bylaws of the corporation. The officers shall be elected by the Board of Directors at the annual meeting of the Board of Directors. The initial Board of Directors, made up of those with a personal or special interest in the Adam David Hunter Memorial Foundation, Inc., is to be appointed by the initial Registered Agent, and will serve according to the Bylaws. Vacancies shall be filled by the Board of Directors at any regular or special call meeting. The name and address of the first officers who shall manage the affairs of the corporation until their successors are elected or appointed and are duly qualified are:

President: Myra R. Wood, 4135 Harry Dr., Fruitland Park, FL 34731  
Vice-President: Marilyn Goodwin, 9436 Dusty Lane, Altha, FL 32421  
Secretary/Treasurer: Flossie Richardson, 1413 Walker Rd., Graceville, FL 32440

## **ARTICLE VIII**

### **Board of Directors**

Control of the affairs of the corporation shall be vested in the Board of Directors consisting of not less than three (3) Directors, who shall be elected on an annual basis, but the term of office of any member of the Board of Directors may be for a period of more than one (1) year as provided in the Bylaws. The number of Directors may be increased or decreased, by a two third (2/3) vote of the Board of Directors, but shall never be less than three (3) Directors. The initial Board of Directors shall be composed of (3) Directors. The Board of Directors shall be elected by the Board of Directors at the annual meeting of the Board of Directors. Vacancies on the Board of Directors shall be filled by a two third (2/3) vote of the remaining members of the Board. Any members of the Board of Directors elected by the Board of Directors to fill a vacancy shall hold office until the next annual meeting of the Board of Directors. Each member of the Board of Directors need not be a member of the corporation as a condition precedent to election or appointment to the Board. The Board of Directors may be organized into one (1) or more separate categories of Directors as provided in the Bylaws. The name and address of the first members of the Board of Directors who shall serve until their successors are duly elected and qualified are:

President: Myra R. Wood, 4135 Harry Dr., Fruitland Park, FL 34731  
Vice-President: Marilyn Goodwin, 9436 Dusty Lane, Altha, FL 32421  
Secretary/Treasurer: Flossie Richardson, 1413 Walker Rd., Graceville, FL 32440

## **ARTICLE IX**

### **Informal Action**

To the Extent permitted by law, any action required to be taken at any annual or special meeting of the Board of Directors, or any action which may be taken at any annual or special meeting of such Board, may be taken without a meeting, without prior notice and without a vote, if consent in writing, setting forth the action so taken, shall be signed by all of the Directors.

## **ARTICLE X**

### **Amendment of Bylaws and Articles of Incorporation**

The Bylaws and Articles of Incorporation may be amended or repeated by the Board of Directors by an eighty percent (80%) vote at any regular or special meeting of the Board of Directors. All proposed Amendments shall be submitted to each member of the Board of Directors at least ten days prior to the meeting date.

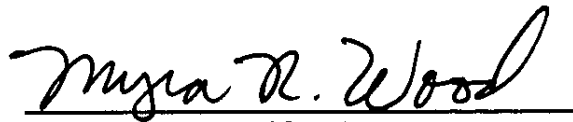
**ARTICLE XI**  
**Registered Office and Agent**

The registered office of the corporation shall be: 4135 Harry Dr., Fruitland Park, FL 34731

The registered agent shall be: Chester W. Wood

The registered office and registered agent provided for herein may be changed from time to time in the manner provided by law.

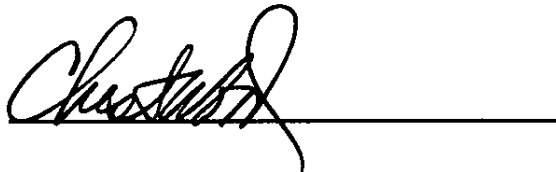
IN WITNESS WHEREOF, the undersigned, being the incorporator certifies to the truth of the facts herein stated, this 18<sup>th</sup> day of January 2008.



President/Incorporator  
4135 Harry Dr.  
Fruitland Park, FL 34731

**ACCEPTANCE**

I hereby accept appointment as Registered Agent of: Adam David Hunter  
Memorial Foundation, Inc. Dated: 1/18/08



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TALLAHASSEE, FLORIDA