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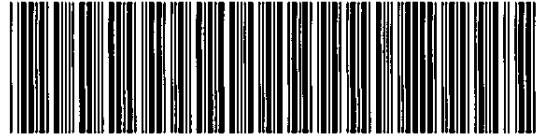
(Business Entity Name)

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08 JAN 14 AM 10:45
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
08 JAN 22 PM 1:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MRS
1/23

28-2314



CORPORATION SERVICE COMPANY

FILED

08 JAN 22 PM 1:02

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 399538 6383A

AUTHORIZATION :

COST LIMIT : \$ PRE-PAID

ORDER DATE : January 14, 2008

ORDER TIME : 9:52 AM

ORDER NO. : 399538-005

CUSTOMER NO: 6383A

DOMESTIC FILING

NAME: THE DAVID AND MARY REARDON
FAMILY FOUNDATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake - EXT. 2959

EXAMINER'S INITIALS: _____



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 15, 2008

CSC
ATTN: KATHY DRAKE
WALK-IN

RECEIVED
08 JAN 22 AM 10:38
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
RESUBMIT
Please give original
submission date as file date

SUBJECT: THE DAVID AND MARY REARDON FAMILY FOUNDATION, INC.
Ref. Number: W08000002314

We have received your document for THE DAVID AND MARY REARDON FAMILY FOUNDATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

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
New Filing Section

Letter Number: 008A00003097

**ARTICLES OF INCORPORATION
OF
THE DAVID AND MARY REARDON FAMILY FOUNDATION, INC.
A FLORIDA NONPROFIT CORPORATION**

FILED
08 JAN 22 PM 1:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE

NAME

The name of this corporation shall be THE DAVID AND MARY REARDON FAMILY FOUNDATION, INC.

ARTICLE TWO

STATEMENT OF CORPORATE NATURE

This is a non-profit corporation organized solely for general charitable purposes pursuant to the Florida Corporations Not For Profit law set forth in Part I of Chapter 617 of the Florida Statutes.

ARTICLE THREE

GENERAL AND SPECIFIC PURPOSES

(a) The specific and primary purposes for which this corporation is formed are to operate for the advancement of religion, charity, education and for other charitable purposes.

(b) The general purposes for which this corporation is formed are to operate exclusively for such religious, charitable, and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.

(c) This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of or against any candidate for public office.

ARTICLE FOUR

TERM

This corporation shall have perpetual existence.

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08 JAN 22 PM 1:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE FIVE

MEMBERSHIP

(a) Directors as membership. The sole class of members of this corporation shall be its directors. The manner in which directors are elected or appointed is as stated in Article II of the bylaws of the corporation.

(b) Rights and Liabilities of Members. The members of this corporation shall have no right, title, or interest whatsoever in its income, property, or assets, nor shall any portion of such income, property, or assets be distributed to any member on the dissolution or winding up of this corporation. Members of this corporation shall not be personally liable for the debts, liabilities, or obligations of the corporation, and shall not be subject to any assessments.

ARTICLE SIX

SUBSCRIBERS

The names and residence addresses of the subscribers of this corporation are:

David Reardon
6568 Sandspur Lane
Fort Myers, FL 33919

Mary Reardon
6568 Sandspur Lane
Fort Myers, FL 33919

Zachary D. Reardon
6568 Sandspur Lane
Fort Myers, FL 33919

Mairin E. Reardon
6568 Sandspur Lane
Fort Myers, FL 33919

ARTICLE SEVEN

LOCATION OF PRINCIPAL OFFICE
AND
IDENTIFICATION OF REGISTERED AGENT

(a) The address of the principal office for the transaction of the business of this corporation is 6568 Sandspur Lane, Fort Myers, Lee County, Florida 33919.

- (b) The name and address of this corporation's registered agent is:

David Reardon
6568 Sandspur Lane
Fort Myers, Florida 33919

ARTICLE EIGHT

MANAGEMENT OF CORPORATE AFFAIRS

(a) Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of directors. The number of directors of the corporation shall be four (4); provided, however, the number of directors may be changed by a bylaw duly adopted by the directors.

The manner in which directors are elected or appointed is as stated in Article III of the Bylaws of the Corporation.

The directors named herein as the first board of directors shall hold office until their successors are elected and have qualified, or until their death, resignation or removal.

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 members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall 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 which relates to action so taken shall 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 such first members of the board of directors are as follows:

David Reardon
6568 Sandspur Lane
Fort Myers, FL 33919

Mary Reardon
6568 Sandspur Lane
Fort Myers, FL 33919

Zachary D. Reardon
6568 Sandspur Lane
Fort Myers, FL 33919

Mairin E. Reardon
6568 Sandspur Lane
Fort Myers, FL 33919

(b) Corporate Officers: The officers of the corporation shall be a President, a Secretary a Treasurer and a Vice President, and such other officers as the bylaws of this corporation may authorize the directors to elect from time to time. The names of the persons who are to serve as officers of the corporation until their successors are duly elected and qualified are:

David Reardon, President/Treasurer

Zachary D. Reardon, Vice President

Mary Reardon, Secretary

Mairin E. Reardon, Second Vice President

ARTICLE NINE

BYLAWS

Subject to the limitations contained in the bylaws, and any limitations set forth in the Corporations Not For Profit law of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of directors or by following the procedure set forth therefor in the bylaws.

ARTICLE TEN

DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to religious, educational and charitable purposes and no part of the net income or asset of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual, 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 Three.

ARTICLE ELEVEN

DISTRIBUTION OF ASSETS

Upon the dissolution or winding up of this corporation, its assets remaining after payment or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a not for profit fund, foundation, or corporation which is organized and operated exclusively for religious

or charitable purposes and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

ARTICLE TWELVE

AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors, and Amendments may be adopted by the vote to two-thirds (2/3) of the directors of the corporation.

ARTICLE THIRTEEN

PRIVATE FOUNDATION PROVISION

(a) Distribution of Income. The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax law.

(b) Self-dealing. The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax law.

(c) Excess Business Holdings. The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax law.

(d) Investments Jeopardizing Charitable Purpose. The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax law.

(e) Taxable Expenditures. The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax law.

IN WITNESS WHEREOF, we, the undersigned being each and all of the original subscribers hereinbefore mentioned for the purpose of forming a corporation under the laws of the State of Florida do make, subscribe, acknowledge and file the foregoing Articles of Incorporation, hereby (jointly and severally) certifying that the facts therein stated are true, and hereby respectively and accordingly set our hands and seals at Fort Myers, Florida, this 16th day of November, 2007.



DAVID REARDON



MARY REARDON



ZACHARY D. REARDON

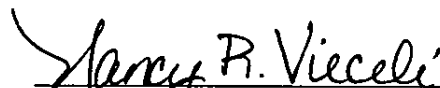
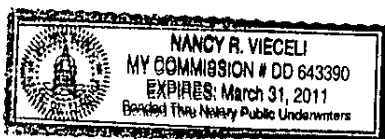


MAIRIN E. REARDON

STATE OF FLORIDA)
)
COUNTY OF LEE)

I HEREBY CERTIFY that before me the undersigned authority, duly authorized to take acknowledgments and administer oaths personally appeared DAVID REARDON, who is known to me to be the person who made and subscribed to the foregoing Articles of Incorporation, and certified and acknowledged that she made and executed said certificate for the use and purposes therein expressed.

WITNESS my hand and official seal this 16th day of November, 2007.



Notary Public - State of Florida

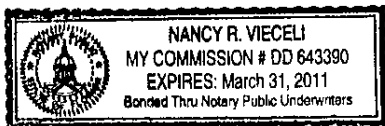
Commission No.: DD 643390

My commission expires: 3/31/11

STATE OF FLORIDA)
)
COUNTY OF LEE)

I HEREBY CERTIFY that before me the undersigned authority, duly authorized to take acknowledgments and administer oaths personally appeared MARY REARDON, who is known to me to be the person who made and subscribed to the foregoing Articles of Incorporation, and certified and acknowledged that she made and executed said certificate for the use and purposes therein expressed.

WITNESS my hand and official seal this 16th day of November, 2007.

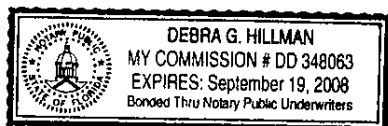


Nancy R. Vieceli
Notary Public - State of Florida
Commission No.: DD 643390
My commission expires: 3/31/11

STATE OF FLORIDA)
)
COUNTY OF LEE)

I HEREBY CERTIFY that before me the undersigned authority, duly authorized to take acknowledgments and administer oaths personally appeared ZACHARY D. REARDON, who is known to me to be the person who made and subscribed to the foregoing Articles of Incorporation, and certified and acknowledged that he made and executed said certificate for the use and purposes therein expressed.

WITNESS my hand and official seal this 21st day of December, 2007.



Debra G. Hillman
Notary Public - State of Florida
Commission No.: DD 348063
My commission expires: 9/19/08

STATE OF FLORIDA)
)
COUNTY OF LEE)

I HEREBY CERTIFY that before me the undersigned authority, duly authorized to take acknowledgments and administer oaths personally appeared MAIRIN E. REARDON, who is known to me to be the person who made and subscribed to the foregoing Articles of Incorporation, and certified and acknowledged that she made and executed said certificate for the use and purposes therein expressed.

WITNESS my hand and official seal this 21st day of December 2007.



Debra G. Hillman
Notary Public - State of Florida
Commission No.: DD 348063
My commission expires: 9/19/08

ACCEPTANCE BY REGISTERED AGENT

In pursuance of Chapter 617.0202(1)(f), Florida Statutes, the following is submitted, in compliance with said Act:

That THE DAVID AND MARY REARDON FAMILY FOUNDATION, INC., Florida Family Foundation, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at Fort Myers, County of Lee, State of Florida, has named DAVID REARDON, located at 6568 Sandspur Lane, Fort Myers, County of Lee, State of Florida, as its agent to accept service of process within this State.

ACCEPTANCE BY REGISTERED AGENT:

Having been named as Registered Agent to accept service of process for the above stated Foundation, at the place designated in this certificate, I hereby accept to act in this capacity, acknowledge that I am familiar with the obligations of this position and agree to comply with the provisions of said Act relative to keeping open said office.


DAVID REARDON
Registered Agent

FILED
08 JAN 22 PM 1:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA