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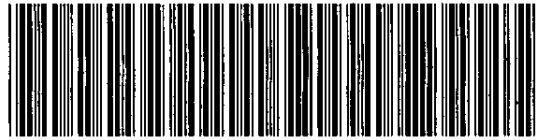
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

B. McKnight MAR 07 2008

## COVER LETTER

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

SUBJECT: KBH 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: Shannon L. Schlesman  
Name (Printed or typed)

4701 Dover St. NE  
Address

St. Petersburg, FL, 33703  
City, State & Zip

727-415-5793  
Daytime Telephone number

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

**ARTICLES OF INCORPORATION**  
**FOR**  
**KBH FOUNDATION, INC.**  
**A FLORIDA NONPROFIT CORPORATION**

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**ARTICLE I. - NAME**

The name of the Corporation is: KBH FOUNDATION, INC.

**ARTICLE II. - REGISTERED OFFICE**

The mailing address and registered office of the Corporation is: 4701 Dover St. NE,  
St. Petersburg, Florida 33703.

**ARTICLE III. - CORPORATE EXISTENCE AND DURATION**

The Corporation shall exist perpetually, unless dissolved sooner as authorized by  
law.

**ARTICLE IV. - EXEMPT PURPOSES AND POWERS**

A. This Corporation is a not-for-profit corporation organized under Chapter 617,  
Florida Statutes. It is not organized for the private gain of any person. The specific purpose  
of this Corporation is to help facilitate the development of underprivileged children's talents  
and interests in the arts. In carrying out such purpose, the Corporation shall have the  
power to exercise all rights conferred by the laws of the State of Florida upon non-profit  
corporations.

B. The purposes for which KBH FOUNDATION, INC., is organized are

exclusively for one or more of the charitable purposes as specified within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (I.R.C. §501(c)(3)) or the corresponding provision of any future United States Internal Revenue Law.

C. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under I.R.C. §501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended.

D. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any Director of the Corporation or any member of the Corporation or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no Director of the Corporation or any member of the Corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

E. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation [except as otherwise provided by I.R.C. §501 (h)], and the Corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

F. In the event of dissolution, all the remaining assets and property of the Corporation shall, after necessary expenses thereof, be distributed to one or more Organizations which themselves are exempt as Organizations described in I.R.C. §501(c)(3) and §170(c)(2) of the Internal Revenue Code of 1986 or corresponding sections of any subsequent Internal Revenue Code or Regulation, or to the Federal Government, or State or Local government for a public purpose, subject to the approval of a Justice of the Supreme Court of the State of Florida.

G. In any taxable year in which the Corporation is a private foundation, as described in I.R.C. §509(a), the Corporation shall distribute its income for said period at such time and manner as not to subject it to tax under I.R.C. §4942, and the Corporation shall not (a) engage in any act of self-dealing as defined in I.R.C. §4941(d), retain any excess business holdings as defined in I.R.C. §4943(c); (b) make any investments in such manner as to subject the Corporation to tax under I.R.C. §4944; or (c) make any taxable expenditures as defined in I.R.C. §4945(d) or corresponding provisions of any subsequent Federal tax laws.

#### **ARTICLE V. - QUALIFICATION OF MEMBERS**

The terms, conditions and qualifications with respect to the membership (if any) of this Corporation shall be as provided for by the By-laws of the Corporation.

#### **ARTICLE VI. - INITIAL REGISTERED AGENT**

The name and address of the individual who is currently serving as this

Corporation's registered agent is: Shannon L. Schlesman, at 4701 Dover St. NE, St. Petersburg, Florida 33703.

#### **ARTICLE VII. - BOARD OF DIRECTORS**

All corporate powers shall be exercised by or under the authority of, and the business of the Corporation shall be managed under the direction of a Board of Directors. The number of the Directors on this Corporation's Board of Directors shall initially be four (4), provided, however, that the number of Directors may be increased or decreased from time to time, as provided in this Corporation's By-laws, but shall never be less than three (3). Such Directors are to be elected or appointed in the manner provided for by the Corporation's By-laws.

#### **ARTICLE VIII. - INCORPORATORS**

The names and addresses of the incorporators of this Corporation are as follows:

1. Trevor A. Zetrouer
2. Shannon L. Schlesman

**IN WITNESS WHEREOF**, the undersigned have signed these Articles of Incorporation on this 4<sup>th</sup> day of March, 2008.

A handwritten signature in black ink, appearing to be 'Trevor', written over a horizontal line.

Trevor A. Zetrouer, as Incorporator

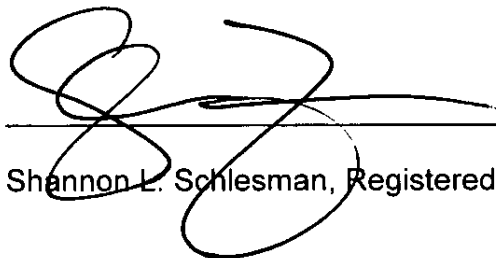
A handwritten signature in black ink, appearing to be 'Shannon', written over a horizontal line.

Shannon L. Schlesman, as Incorporator

**ACKNOWLEDGMENT BY REGISTERED AGENT**

The undersigned hereby acknowledges that, as set forth in the foregoing Articles of Incorporation, she is presently serving as Registered Agent of KBH FOUNDATION, INC. Pursuant to Section 617.0501(3), Florida Statutes, I hereby state that I am familiar with and will continue to perform the duties, obligations and responsibilities as Registered Agent for said corporation.

DATED this 4<sup>th</sup> day of March, 2008.

  
\_\_\_\_\_  
Shannon L. Schlesman, Registered Agent

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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AND  
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