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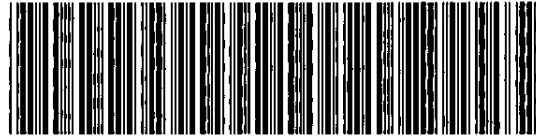
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NEW HP

Law Offices of
JAMES D. BEACH, P.A.
100 Second Avenue North, Suite 350
St. Petersburg, FL 33701
Telephone: (727) 895-2278
Fax: (727) 895-2153

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TALLAHASSEE, FLORIDA

February 5, 2008

Amendment Section
Division of Corporations
Attn: Ms. Diane Cushing
Post Office Box 6850
Tallahassee, FL 32314

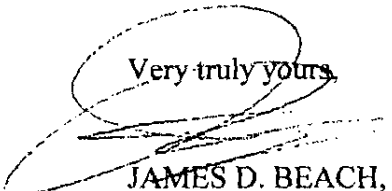
Re: Articles of Incorporation for THE KNOEBEL FOUNDATION, INC., a Non-Profit Corp.

Dear Ms. Cushing:

This office recently submitted the Articles of Incorporation for the Knoebel Foundation, Inc., a non-profit corporation. It has come to my attention that the Articles of Incorporation for The Knoebel Foundation, Inc. have been filed as a Florida Profit Corporation, rather than a non-profit corporation. To correct this, enclosed please find the Articles of Dissolution and the amended Articles of Incorporation as well as the filing fees in the amounts of \$35.00 and \$70.00 respectively.

Thank you in advance for your attention hereto. If you have any questions or comments, please contact me.

Very truly yours,


JAMES D. BEACH, ESQUIRE

JDB/iaw
Enclosures
cc: The Knoebel Foundation, Inc.

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Law Offices of
JAMES D. BEACH, P.A.
100 Second Avenue North, Suite 350
St. Petersburg, FL 33701
Telephone: (727) 895-2278
Fax: (727) 895-2153

March 6, 2008

Florida Department of State
Division of Corporations
Attn: Ms. Diane Cushing
Post Office Box 6850
Tallahassee, FL 32314

Re: Articles of Incorporation for THE KNOEBEL FOUNDATION, INC., a Non-Profit Corp.

Dear Ms. Cushing:

Enclosed please find a copy of your letter dated February 20, 2008 together with the original amended Articles of Incorporation for the non-profit corporation known as The Knoebel Foundation, Inc. A check for the filing fees in the amount of \$70.00 was previously provided.

Thank you for your continuing cooperation and attention hereto. If you have any questions or comments, please do not hesitate to contact me.

Very truly yours,


JAMES D. BEACH, ESQUIRE

JDB/iaw
Enclosures
cc: The Knoebel Foundation, Inc.

Law Offices of
JAMES D. BEACH, P.A.
100 Second Avenue North, Suite 350
St. Petersburg, FL 33701
Telephone: (727) 895-2278
Fax: (727) 895-2153

March 28, 2008

Florida Department of State
Division of Corporations
Attn: Ms. Diane Cushing
Post Office Box 6850
Tallahassee, FL 32314

Re: Articles of Incorporation for THE KNOEBEL FOUNDATION, INC., a Non-Profit Corp.

Dear Ms. Cushing:

Enclosed please find a copy of your letter dated March 20, 2008 together with the original amended Articles of Incorporation for the non-profit corporation known as The Knoebel Foundation, Inc. A check for the filing fees in the amount of \$70.00 was previously provided.

Thank you for your continuing cooperation and attention hereto. If you have any questions or comments, please do not hesitate to contact me.

Very truly yours,


JAMES D. BEACH, ESQUIRE

JDB/iaw
Enclosures
cc: The Knoebel Foundation, Inc.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 20, 2008

JAMES D. BEACH, ESQUIRE
LAW OFFICES OF JAMES D. BEACH, P.A.
100 SECOND AVENUE NORTH, SUITE 350
ST PETERSBURG, FL 33701

SUBJECT: THE KNOEBEL FOUNDATION, INC.
Ref. Number: W08000009072

We have received your document for THE KNOEBEL FOUNDATION, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A Non Profit Corporation doesn't have stock. Please remove that information from your articles. If you list directors you must list a total of 3. In the Fourteenth article you mention the principal office address is a Post Office Box and earlier in the document you list a street address. The Information must be the same throughout the document.

Please return 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) 245-6913.

Diane Cushing
Document Specialist Supervisor

Letter Number: 708A00010847

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DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 20, 2008

JAMES D. BEACH, ESQUIRE
LAW OFFICES OF JAMES D. BEACH, P.A.
100 SECOND AVENUE NORTH, SUITE 350
ST PETERSBURG, FL 33701

SUBJECT: THE KNOEBEL FOUNDATION, INC.
Ref. Number: W08000009072

We have received your document for THE KNOEBEL FOUNDATION, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

You removed all information concerning the directors you must add this information back to the articles.

Please return 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) 245-6913.

Diane Cushing
Document Specialist Supervisor

Letter Number: 308A00016887

ARTICLES OF INCORPORATION

OF

THE KNOEBEL FOUNDATION, INC.
(Not for Profit)

Articles of Incorporation of the undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of Florida, do hereby certify:

First: The name of the corporation shall be THE KNOEBEL FOUNDATION, INC.

Second: The place in this state where the principal office of the Corporation is to be located is 1899 New Hampshire Avenue N.E., St. Petersburg, Pinellas County, Florida 33703.

Third: Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, 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 the corresponding section of any future federal tax code.

Fourth: The corporation shall have directors initially. The number of directors may be increased or decreased, from time to time. The method of election of directors is as stated in the By-Laws.

Fifth: The names and addresses of the persons who are the initial trustees of the corporation are as follows:

NAME:

ADDRESS:

KELLEY KNOEBEL, Incorporator

1899 New Hampshire Avenue N.E.
St. Petersburg, FL 33703

Sixth: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 the Third Article hereof. No substantial part of the activities of the corporation shall be the carrying 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 political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding 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(s)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

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Seven: 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 the 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 a Court of Competent Jurisdiction of the county in which the principal office of the corporation 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.

Eighth: The initial street address of the principal office of the corporation in the State of Florida is 1899 New Hampshire Avenue N.E., St. Petersburg, Florida 33703.

Ninth: Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act: That THE KNOEBEL FOUNDATION, INC., desiring to organize under the laws of the state of Florida, with its principal office as indicated in these Articles of Incorporation at 1899 New Hampshire Avenue N.E., St. Petersburg, Florida 33703, has named James D. Beach, Esquire, James D. Beach, P.A., 100 Second Avenue North, Suite 350, St. Petersburg, Florida 33701, as its agent to accept service of process within this state.

HAVING been named to accept service of process for the above-named corporation, at the place designated herein, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.


Resident Agent

IN WITNESS WHEREOF, I, the incorporator named above, have hereunto set my hand and seal this 28th day of March, 2008.


KELLEY KNOEBEL

STATE OF FLORIDA
COUNTY OF PINELLAS

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared KELLEY KNOEBEL, to me known to be the person described as incorporator in and who executed the foregoing Articles of Incorporation and she acknowledged before me that she subscribed to those Articles of Incorporation.

WITNESS my hand and seal in the County and State aforesaid this 28th day of March, 2008.


NOTARY PUBLIC

My Commission Expires:



IRENE A. WINN
MY COMMISSION # DD 677579
EXPIRES: June 20, 2011
Bonded Thru Budget Notary Services

2008 APR 9 A 9:34
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TALLAHASSEE, FLORIDA

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