

Division of Corporations

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**N08000006915**

Florida Department of State  
Division of Corporations  
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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**Committed To Memory, Inc.**

Certificate of Status	0
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION  
OF  
COMMITTED TO MEMORY, INC.**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator to these articles of incorporation hereby forms a corporation not for profit (the "Corporation") under the laws of the State of Florida as follows:

**ARTICLE I**

**Name, Principal Place of Business, and Mailing Address**

The name of the Corporation is: Committed to Memory, Inc. The principal place of business and mailing address is: 3114 North Julia Circle, Tampa, Florida 33629.

**ARTICLE II**

**Term of Existence**

The date when corporate existence shall commence shall be the date of the filing of these articles of incorporation by the office of the Florida Department of State and the Corporation shall have perpetual existence thereafter.

**ARTICLE III**

**Purpose**

The Corporation is organized and shall be operated exclusively for scientific, educational, and charitable purposes, including, for such purposes the historical documentation of the lives of elderly people for dissemination to their family members.

The Corporation shall have all powers now or hereafter granted by law, and in addition thereto shall have all powers lawfully necessary or required to carry out its purposes and objects. All of the assets or earnings shall be used exclusively for the purposes hereinabove set out, including payment of expenses incidental thereto. No part of the net earnings shall inure to the benefit of any individual, and no part of its activities shall be for the carrying on of propaganda or otherwise attempting to influence legislation.

**ARTICLE IV**

**Members**

The qualifications of members and the manner of admission of members shall be as specified in the bylaws of the Corporation.

**ARTICLE V**

**Initial Registered Office and Agent**

The street address of the initial registered office of the Corporation is 4221 W. Boy Scout Boulevard, Suite 1000, Tampa, Florida 33607 and the name of its initial registered agent at such address is CFRA, LLC.

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**ARTICLE VI****Directors**

The Corporation shall have four (4) directors initially. The number of directors may be increased or decreased from time to time and their election and appointment shall be as specified in the bylaws of the Corporation, provided that the Corporation shall always have at least three directors. The name and address of each initial director of the Corporation who shall serve until his successor is duly elected and qualified are:

<b><u>Name</u></b>	<b><u>Address</u></b>
James Michael Walls	3114 North Julia Circle Tampa, Florida 33629
Robin Walls	3114 North Julia Circle Tampa, Florida 33629
Emmett Kelly Bittick, Jr.	3134 S. Waverly Park Tampa, Florida 33629
Tricia J. McClendon	3134 S. Waverly Park Tampa, Florida 33629

**ARTICLE VII****Incorporator**

The name and address of the incorporator signing these articles of incorporation are:

<b><u>Name</u></b>	<b><u>Address</u></b>
James Michael Walls	3114 North Julia Circle Tampa, Florida 33629

**ARTICLE VIII****Bylaws**

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors of the Corporation.

**ARTICLE IX****Amendment**

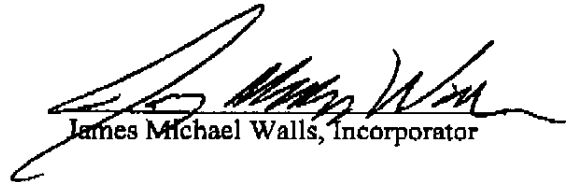
These articles of incorporation may be amended in the manner provided by law.

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**ARTICLE X**  
**Dissolution**

Upon a dissolution of the Corporation, the residual assets of the Corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future law, or to the federal, state, or local government for exclusive public purpose.

**IN WITNESS WHEREOF**, the undersigned incorporator has executed these articles of incorporation this 22<sup>nd</sup> day of July, 2008.

  
James Michael Walls, Incorporator

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**ACCEPTANCE BY REGISTERED AGENT**


Having been named as registered agent and to accept service of process for the Corporation, at the place designated as the registered office, 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 duties and obligations of my position as registered agent.

Dated this 22<sup>nd</sup> day of July, 2008.

**REGISTERED AGENT:**

CFRA, LLC,  
a Florida limited liability company

By:

  
James Michael Walls

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