

NO 000009820

John Cancilio

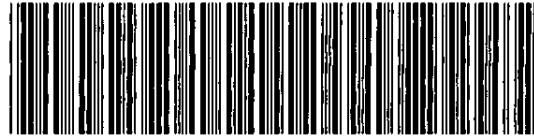
Phone 321 727-8100

any GRAY ROBINSON, PA

1795 W NASA BLVD STE 138

MELBOURNE

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YMENDEZ@GRAY-ROBINSON.COM

September 30, 2008

VIA FEDEX

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Igo Family Foundation, Inc.

Dear Sir or Madam:

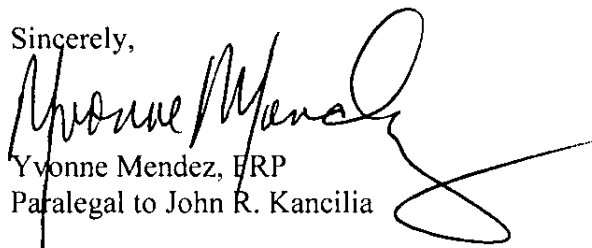
Enclosed for filing please find the following original documents:

1. Certificate of Domestication;
2. Articles of Incorporation for Igo Family Foundation, Inc.; and
3. Our check payable to your order in the amount of \$113.75 for the filing fee for the Certificate of Domestication (\$35.00) and the filing fee and certified copy fee for the Articles of Incorporation (\$78.75).

Please file the documents as soon as possible and return confirmation that both documents have been filed along with a certified copy of the Articles of Incorporation.

Thank you for your assistance in this regard and, if you have any questions, please do not hesitate to contact me.

Sincerely,



Yvonne Mendez, FRP
Paralegal to John R. Kancilia

/ym

Enclosures



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 10, 2008

GRAY ROBINSON PA
PO BOX 1870
MELBOURNE, FL 32902-1870

SUBJECT: IGO FAMILY FOUNDATION, INC.
Ref. Number: W08000046833

600136465386
10/23/08--01002--013 **15.00

We have received your document for IGO FAMILY FOUNDATION, INC. and your check(s) totaling \$113.75. However, the document has not been filed and is being retained in this office for the following:

There is a balance due of \$15.00.

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) 245-6929.

Justin M Shivers
Regulatory Specialist II
New Filing Section

Letter Number: 608A00053402

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DIVISION OF CORPORATIONS

CERTIFICATE OF DOMESTICATION

Igo Family Foundation, Inc., a not-for-profit corporation organized under the laws of the State of Indiana hereby submits this Certificate of Domestication to the Florida Secretary of State in accordance with Section 617.1803, *Florida Statutes*, and certifies as follows:

ARTICLE I

Igo Family Foundation, Inc. was incorporated in the State of Indiana on August 24, 1993.

ARTICLE II

The name of this corporation immediately before the filing of this Certificate of Domestication is Igo Family Foundation, Inc.

ARTICLE III

The name of this corporation, as set forth in its Articles of Incorporation, is Igo Family Foundation, Inc.

ARTICLE IV

The jurisdiction that constituted the seat, siege, social or principal place of business or central administration of this Corporation immediately before the filing of this Certificate of Domestication is the State of Indiana.

ARTICLE V

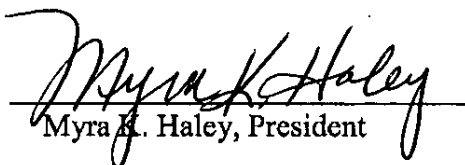
Igo Family Foundation, Inc. has submitted Articles of Incorporation to the Florida Secretary of State contemporaneously with the filing of this Certificate of Domestication in order that this Corporation may become governed by the laws of the State of Florida.

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TALLAHASSEE
FLORIDA
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IN WITNESS WHEREOF, the undersigned has executed this Certificate
of Domestication on this 16 day of September, 2008.

IGO FAMILY FOUNDATION, INC.

By:


Myra K. Haley, President

ARTICLES OF INCORPORATION
OF
IGO FAMILY FOUNDATION, INC.

The undersigned incorporator, desiring to form a corporation (hereinafter referred to as the "Corporation") pursuant to the provisions of the Florida Not For Profit Corporation Act (hereinafter referred to as the "Act"), executes the following Articles of Incorporation:

ARTICLE I

Name

The name of this Corporation is IGO FAMILY FOUNDATION, INC.

ARTICLE II

Purposes and Powers

Section 1. Purposes. This Corporation is a public benefit corporation. The Corporation shall be devoted to and operated exclusively for charitable, religious, scientific, literary or educational purposes. No part of the funds of the Corporation shall inure to the benefit of any private individual and no part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation or of participating or intervening in (including publication or distribution of statements) and political campaign on behalf of any candidate for public office. Notwithstanding any provision hereof to the contrary, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws (hereinafter referred to as the "Code"), or by an organization, donations to which are deductible to the extent allowed by Section 170 of the Code.

Section 2. Powers. In furtherance of the purposes for which it is organized, the Corporation shall have the following powers:

(a) To promote, encourage and foster educational activity as defined within Section 501(c)(3) of the Code and the rules and regulations promulgated thereunder;

(b) To accept, hold, invest, reinvest and expend, for the furtherance of any of the Corporation's purposes, any gifts, legacies, bequests, devises, contributions, grants or

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TALLAHASSEE, FLORIDA

conveyances of funds and property of any sort or nature, including the right to be or act as the beneficiary of any trust;

(c) To make gifts, donations, contributions, loans, grants of all or any part of the Corporation's income, assets and property for the furtherance of any of the Corporation's purposes;

(d) To acquire, hold, own, vote, sell, give, assign, donate, transfer, pledge or otherwise dispose of the capital stock of any other corporation;

(e) To purchase, lease, acquire, hold, invest, reinvest, use, mortgage, pledge, exchange, sell, assign, transfer, convey and otherwise to use and dispose of both real and personal property, tangible and intangible;

(f) To borrow money and issue notes and evidence of indebtedness therefore;

(g) To enter into, make and perform contracts with and guarantee the obligations and performance of any individual, firm, partnership, association, corporation or other entity;

(h) To perform any act permitted under the Act and the other laws of the State of Florida, either alone, as a partner, or in association with any individual, firm, partnership, association, corporation or other entity;

(i) To indemnify any present or former director, officer, employee or agent of the Corporation or any person who may have served or serves at the Corporation's request as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, all pursuant to the Act or the By-Laws of the Corporation;

(j) To purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust or other enterprise against any liability asserted against the individual and incurred by the individual in his or her capacity as a director, officer, employee, or agent of the Corporation or in serving as such for another enterprise at the Corporation's request regardless of the Corporation's power to indemnify the individual; and

(k) To do any and all lawful acts and things which may be necessary, convenient, suitable or proper for the furtherance or accomplishment of the purposes of the Corporation.

Subject to any limitations or restrictions imposed by law or by these Articles, or any amendments thereto, the Corporation shall have all of the general rights, privileges and powers conferred upon nonprofit corporations by the act and the other laws of the State of Florida.

Section 3. Limitations of Powers and Purposes. All of the purposes and powers of the Corporation are subject to the express conditions and limitations that:

(a) No part of the assets or net earnings of the Corporation shall inure to the benefit of any of its directors, officers or other private individuals or its members, unless the member is a governmental entity pursuant to Florida law or a nonprofit corporation formed pursuant to the Act; provided, that the Corporation shall not be precluded from paying reasonable compensation for services rendered to or for the Corporation and from making payments and distributions in furtherance of its purposes;

(b) No substantial part of the activities of the Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, the Corporation shall not participate or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any political party or candidate for public office and the Corporation shall not engage in any subversive activities; and

(c) The Corporation shall not engage in any acts or activities which are not in furtherance of its purposes, which would deprive it of recognition as an exempt organization within the meaning of Section 501(c)(3) of the Code, or which would cause any legacy, bequest, devise, gift or other transfer to the Corporation not to qualify for a deduction under Sections 2055, 2106 or 2522 of the Code.

Section 4. Exemption Status. The Corporation shall operate entirely without profit to its members, directors, officers or other private individuals. No such persons shall receive any pecuniary benefit from the Corporation, but the Corporation may pay such reasonable compensation for services actually rendered exclusively in furtherance of the Corporation's express purpose as set forth in this Article II of the Articles of Incorporation. The members, directors and officers of the Corporation shall have no power or authority to do any act which might prevent the Corporation from being recognized at all times as an organization described in Section 501(c)(3) of the Code.

ARTICLE III

Period of Existence and Dissolution

The period during which the Corporation shall continue is perpetual. If the Corporation is dissolved, all of its property, remaining after payment in satisfaction of all of its obligations, shall be transferred and conveyed to another corporation or organization which is organized for the same or similar purposes as the Corporation and is qualified as an organization described in Section 501(c)(3) of the Code; or, if there is no other organization which is also so qualified, then to one more nonprofit organizations selected by the Board of Directors of the Corporation, which are organized and operated exclusively for charitable, religious, educational, scientific or other purposes.

ARTICLE IV

Registered Agent and Principal Office

Section 1. Registered Agent. The name and address of the Registered Agent of the Corporation is John R. Kancilia, 1795 West Nasa Boulevard, Melbourne, Florida 32901.

Section 2. Principal Office. The street address of the Principal office of the Corporation is 7640 North Wickham Road, Suite 101B, Melbourne, Florida 32940. The mailing address of the Corporation is P. O. Box 410999, Melbourne, Florida 32941.

ARTICLE V

Membership

Section 1. Classification and Term. There shall be one class of members, each member of which shall possess the same rights, preferences, limitations and restrictions as each other member. The members of the Corporation shall initially be the individuals designated in Article VII, Section 4, of the Articles of Incorporation as the initial members of the Board of Directors. Thereafter, the members of the Corporation shall be all of the individuals who have been duly elected as and are then serving as directors of the Corporation.

Section 2. Voting Rights. Each Member shall be entitled to one (1) vote on each matter which comes before a meeting of members.

Section 3. Ownership of Corporate Assets. The members shall not obtain any ownership interest in any real, personal or intangible property or any assets of the Corporation pursuant to their membership status regardless of the manner in which the member obtained membership.

ARTICLE VI

Incorporator

The name and post office address of the incorporator of the Corporation is Myra K. Haley, 7640 No. Wickham Road, Suite 101B, Melbourne, Florida 32940.

ARTICLE VII

Board of Directors

Section 1. Number. The number of directors shall be specified from time to time in the bylaws of the Corporation. The minimum number of directors so specified shall be three (3).

Section 2. Qualifications. Each director shall have such qualifications as may be specified from time to time in the bylaws of the Corporation or required by law.

Section 3. Election of Directors. The method of the election of the directors shall be forth in the bylaws of the Corporation.

Section 4. Board of Directors. The names and addresses of the initial board of directors of the Corporation are:

Name

Street Address

Myra K. Haley

7640 No. Wickham Road, Suite 101B
Melbourne, Florida 32940

Kellie Shepard

7640 No. Wickham Road, Suite 101B
Melbourne, Florida 32940

Patrick F. Healy

1795 West Nasa Boulevard
Melbourne, Florida 32901

ARTICLE VIII

Amendment

The Articles of Incorporation may be amended at any time, or from time to time, by the vote of two-thirds (2/3) of the members in the manner and to the extent permitted under the Act, but no amendments shall be adopted which would deprive the Corporation of recognition as an organization described in Section 501(c)(3) of the Code.

The undersigned does hereby execute these Articles of Incorporation and certifies and affirms the truth of the facts stated, under penalties for perjury, this 14 day of September, 2008.



Myra K. Haley
Incorporator

CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT

Having been named as the registered agent in the Articles of Incorporation of Igo Family Foundation, Inc., I hereby accept and agree to act in this capacity.

Dated: September 16, 2008



John R. Kancilia

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