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William E. Ringelstein
DOCUMENT PREPARATION AGENCY
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December 8, 2008

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Dear Sirs:

Attached you will find Articles of Incorporation (original + 1 copy), check # 538 in the amount of \$ 78.75, Certificate of Registered Agent/Registered Office and Transmittal Letter pursuant to filing nonprofit Articles of Incorporation for West Hillsboro Lions Foundation, Inc.

Please send the Certificate of Incorporation and address any correspondence directly to me at the above address; I am acting on behalf of the applicant.

Thank you.

Sincerely,

A handwritten signature in black ink, appearing to read 'W. Ringelstein', with a long horizontal flourish extending to the right.

William E. Ringelstein
Document Preparation Agency

ARTICLES OF INCORPORATION

OF

West Hillsboro Lions Foundation, Inc.

A NON-PROFIT CORPORATION

The undersigned incorporator(s), in order to form a non-profit corporation under the laws of the state of Florida, adopt the following Articles of Incorporation:

ONE: The name of this corporation shall be:

West Hillsboro Lions Foundation, Inc.

TWO: The principle place of business and mailing address of this corporation shall be:

West Hillsboro Lions Foundation, Inc., c/o John Young, 3307 Red Mulberry Ct., Tampa, FL 33618

THREE: This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, 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 corresponding section of any future federal tax code.

The specific purposes for which this corporation is organized are:

A. The purposes for which the West Hillsboro Lions Foundation, Inc. is organized are exclusively charitable, educational and scientific within the meaning of section 501 (c) (3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue law.

B. Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

C. 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 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 the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

D. To solicit, collect and otherwise raise money to fund those aims and goals of the West Hillsboro Lions Foundation, Inc. which are exclusively charitable and within the meaning of section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

FOUR: The manner in which the Directors are elected is as follows:

The Officers and Directors will be elected as per this organization's By-Laws Article IV & V.

FIVE: The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes, unless limited as follows:

No additional limits.

SIX: These Articles of Incorporation may be amended as follows:

A. At any regular or special meeting of the Corporation, at which a quorum is present, by affirmative vote of two-thirds of the members present and voting, providing the Directors have previously considered the merits of the amendments.

B. No amendment shall be put to a vote unless written notice thereof stating the proposed amendment shall have been given to each member, by mail or personal delivery, at least two weeks prior to the meeting at which the vote on the proposed amendment is to be taken.

SEVEN: The name and street address of the initial registered agent of this corporation is:

Rosalyn Webb, 6223 S. Church Ave., Tampa, FL 33616-2334

EIGHT: The names and the street addresses of the 3 initial directors and 3 incorporators are:

Directors:


1. Richard Reich, 5450 Fulmar Dr., Tampa, FL 33625
2. Clarissa Mahr, 8806 Sunningdale Rd., Tampa, FL 33635
3. Bonnie Vowell, 9123 McMillan Lane, Tampa, FL 33635

Incorporators:

1. Margie Wilson, 9028 Duke Dr., Tampa, FL 33615
2. Diane Bobrowski, 8350 Savannah Trace Cir., #304, Tampa, FL 33615
3. Kent Post, 609 W. Emma, Tampa, FL 33603

The undersigned incorporators have executed these Articles of Incorporation this 24th day of December, 2008.

Signatures of Incorporators:


Margie D. Wilson
Kent Post

**CERTIFICATE OF DESIGNATION REGISTERED
AGENT/REGISTERED OFFICE**

**PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES,
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.**

1. The name of the corporation is:

West Hillsboro Lions Foundation, Inc.

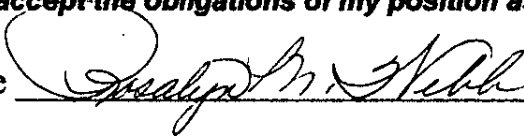
2. The name and address of the registered agent and office is:

Rosalyn Webb
6223 S. Church Ave.
Tampa, FL 33616-2334

FILED
2008 DEC 11 P 2:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 obligations of my position as registered agent.

Signature



Date

12-5-08