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FLORIDA PROFIT/NON PROFIT CORPORATION

The Steven V. Mills Memorial Fund, Inc.

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ARTICLES OF INCORPORATION
OF
THE STEVEN V. MILLS MEMORIAL FUND, INC.

(In compliance with Chapter 617, F.S. (Not for Profit))

ARTICLE I. NAME

The name of this corporation shall be THE STEVEN V. MILLS MEMORIAL FUND, INC.

ARTICLE II. MAILING ADDRESS & PRINCIPAL OFFICE

The mailing address and principal place of business of the corporation is 2203 67th Street West, Bradenton, Florida 34209.

ARTICLE III. PURPOSE

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 organize, coordinate and conduct community fund-raising events, the effect of which shall directly benefit local not-for-profit organizations. 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 not-for-profit corporations.

B. The purposes for which THE STEVEN V. MILLS MEMORIAL FUND, INC., is organized are exclusively charitable within the meaning of § 501(c)(3) of the Internal Revenue Code of 1986 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 § 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization contributions to which are deductible under §170(c)(2) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended.

PREPARED BY:
Jason M. DePaola, Esquire (Bar No. 0180040)
Porges, Hamlin, Knowles & Prouty, P.A.
1205 Manatee Avenue West
Bradenton, Florida 34205
(941) 748-3770

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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 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 Corporations shall be the carrying on of propaganda, or otherwise attempting to influence legislation, 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, the residual assets of the Corporation will be turned over to one or more Organizations which themselves are exempt as Organizations described in §§ 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.

ARTICLE IV. 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 three (3), provided, however, that the number of Directors may be increased or decreased from time to time, as provided in this Corporation's By-laws. Such Directors are to be elected or appointed in the manner provided for by the Corporation's By-laws.

ARTICLE V. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE VI. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator is Jason M. DePaola, Esquire, at 1205 Manatee Avenue West, Bradenton, Florida 34205.

PREPARED BY:
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ARTICLE VII. INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of this corporation's initial registered office shall be Jason M. DePaola, Esquire, at 1205 Manatee Avenue West, Bradenton, Florida 34205.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on the 10th day of August, 2009.


Jason M. DePaola, Esquire, Incorporator

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 10th day of August, 2009, by Jason M. DePaola, Esquire, designated above as the individual who shall serve as this corporation's sole Incorporator, who is personally known to me.

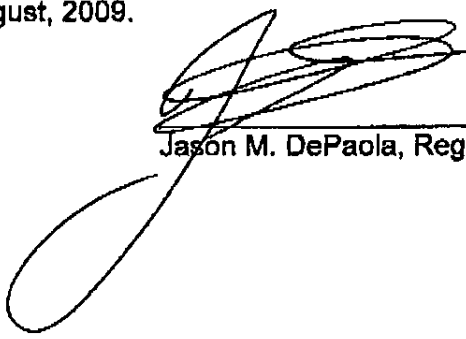



Notary Public, State of Florida

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of THE STEVEN V. MILLS MEMORIAL FUND, INC. which is contained in the foregoing Articles of Incorporation. Pursuant to § 617.0501(3), Florida Statutes, I hereby state that I am familiar with and accept the duties, obligations and responsibilities as Registered Agent for said corporation.

DATED this 10th day of August, 2009.


Jason M. DePaola, Registered Agent

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**STATE OF FLORIDA
COUNTY OF MANATEE**

The foregoing instrument was acknowledged before me this 10th day of August, 2009, by Jason M. DePaola, Esquire, designated above as the individual who shall serve as this corporation's Registered Agent, who is personally known to me.




Notary Public, State of Florida

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