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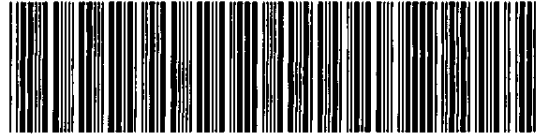
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

141

BORDEN R. HALLOWES
ATTORNEY AT LAW

September 10, 2009.

Secretary of State
Corporate Division
State Capitol Building
Tallahassee, FL 32304

RE: Articles of Incorporation for Boots & Badges, Inc.

Dear Sir or Madam:

Please find enclosed the original and copy of Articles of Incorporation for Boots & Badges, Inc. along with our check for filing purposes. Please file the same and return to us a stamped copy of the Articles as so filed with your office.

Yours very truly,



Borden R. Hallows

BRH/csh
Enc.

637 Treehouse Circle St. Augustine, FL 32095

TELEPHONE: (904) 810-0962 **FAX:** (904) 810-9698 **EMAIL:** bhallowes@bellsouth.net

St. Simons Island, GA

TELEPHONE: (912) 268-2005 **FAX:** (912) 268-2097

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

Boots & Badges, Inc.

a Non-Profit Florida Corporation

(Pursuant to Chapter 617, Florida Statutes.)

The undersigned has, for the purpose of forming a non-profit corporation under the laws of Florida, adopted the following Articles of Incorporation.

1. **Name.** The name of this corporation is Boots & Badges, Inc..
2. **Tax-Exempt Status.** The tax exempt purposes of this corporation shall be to receive and maintain a fund or funds of real or personal property or both and, subject to the restrictions and limitations which are hereinafter set forth, to use and apply the whole or any part of the income from the principal of the fund or funds exclusively for charitable, religious, scientific, literary or educational purposes, either directly or by contributions to organizations that qualify as exempt organizations under §501(c)(3) of the Internal Revenue Code and its regulations as they now exist or any may hereafter be amended. Notwithstanding any other provision of these Articles of Incorporation, this corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by organizations described in §501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended.
3. **Principal Office of Business.** The principal place of business and mailing address of the corporation is:

Principal Office of Business:

**90 Beacon Mill Lane
Palm Coast, Florida 32137**

Mailing Address:

**PO Box 4517
St. Augustine, Florida 32085**

4. **Specific Purpose.** The specific purpose of the non-profit corporation is:

To provide financial support for families of firemen and policemen who have been devastated by tragedy.

5. **Manner of Election.** The manner in which the directors are elected or appointed is:

Appointed.

6. **Board of Directors.** The number of directors of the corporation shall be fixed and may be altered from time to time as may be provided in the by-laws. In case of any increase in the number of directors, the additional directors may be elected by the directors or by the members at an annual or special meeting, as shall be provided in the by-laws.

The names and addresses of the members of the initial Board of Directors, who shall serve until their successors are qualified according to the by-laws, are:

**R. Scot Foss
3728 Berenstain Dr.
St. Augustine, FL 32092**

**R. J. Sluman
90 Beacon Mill Lane
Palm Coast, FL 32137**

7. **Registered Agent.** This corporation appoints Borden R. Hallowes, Esquire, who has been a bona fide resident of the State of Florida for at least three years, as its Registered agent in and for the State of Florida. The complete name and address of the Registered Agent is

**Borden R. Hallowes, Esquire
637 Treehouse Circle
St. Augustine, FL 32095**

8. **Incorporator.** The name and address of the incorporator is:

**Borden R. Hallowes, Esquire
637 Treehouse Circle
St. Augustine, FL 32095**

9. **Effective Date.** These Articles are to be effective the date of filing unless otherwise specified below:

Date of Filing

IN WITNESS WHEREOF, the following incorporator has signed these Articles of
Incorporation this date: 9-11-09.

Borden R. Hallows
Borden R. Hallows, Esquire

ACCEPTANCE BY REGISTERED AGENT

Having been named as a registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

DATE: 9-11-09

Borden R. Hallows
Borden R. Hallows, Esquire

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA