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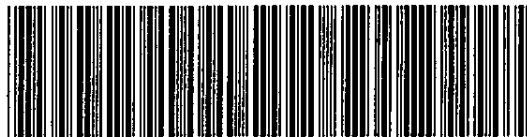
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch NOV 10 2009

DARBY, PEELE, BOWDOIN & PAYNE

A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS

HERBERT F. DARBY, P.A.
S. AUSTIN PEELE, P.A.
M. BLAIR PAYNE

ATTORNEYS AT LAW

W. RODERICK BOWDOIN
(1949-2008)

November 6, 2009

285 N.E. HERNANDO AVENUE
POST OFFICE DRAWER 1707
LAKE CITY, FLORIDA 32056
TELEPHONE (386) 752-4120
FACSIMILE (386) 755-4569

103.02-04-376

Corporate Records Bureau
Division of Corporations
Secretary of State
Post Office Box 6327
Tallahassee, Florida 32314

Re: Lester and Anne Scaff Foundation, Inc., a Florida
nonprofit corporation

Gentlemen:

Enclosed are original and photocopy of Articles of
Incorporation of Lester and Anne Scaff Foundation, Inc., a Florida
nonprofit corporation. Please file the original Articles of
Incorporation, certify the copy and return it to us.

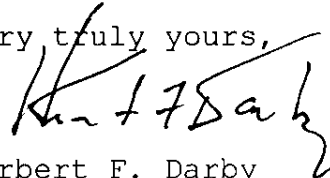
Also enclosed is our check in the sum of \$78.75 as payment for
the following costs:

Filing fee	\$ 70.00
Fee for certified copy	<u>8.75</u>
Total	\$ 78.75

Should you have any questions, please do not hesitate to
contact me.

Thank you.

Very truly yours,



Herbert F. Darby
For the Firm

HFD/lss

Enclosures

cc: Mr. and Mrs. Stafford L. Scaff, Jr. (w/o enclosures)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION OF
LESTER AND ANNE SCAFF FOUNDATION, INC.
A FLORIDA NONPROFIT CORPORATION**

ARTICLE I.

Name

The name of this corporation is **LESTER AND ANNE SCAFF FOUNDATION, INC.**

ARTICLE II.

Purposes

The primary purpose for which this corporation is organized is to receive and maintain a fund or funds of real or personal property, or both, and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, testing for public safety, literary, or educational purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.

ARTICLE III.

DISSOLUTION

Upon the dissolution of the Corporation, all 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 public purposes. Any such assets not disposed of shall be distributed by a court of competent jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes, or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IV.

Initial Directors

There shall be seven (7) directors constituting the initial board of directors.

The name and address of each person who is to serve as an initial director is as follows:

STAFFORD L. SCAFF, JR.
134 SE Colburn Avenue
Lake City, Florida 32025

ANNE C. SCAFF
134 SE Colburn Avenue
Lake City, Florida 32025

GARY K. SCAFF
22865 ne Kent Road
Hosford, Florida 32324

BRIAN CSERCSICS
204 McDonald Boulevard
Acton, Ontario, Canada L7J1B1

JENNY S. DRAWDY
540 SW San Juan Place
Lake City, Florida 32025

Mr. John Winston O'Neal
221 SE Millcreek Court
Lake City, Florida 32025

Mr. Keith William Brown
757 SW Ridge Street
Lake City, Florida 32024

The authorized number of directors and the method for their appointment shall be as provided for in the bylaws.

ARTICLE V.

Incorporator

The name and address of the incorporator of this corporation is Stafford L. Scaff, Jr., 134 SE Colburn Avenue, Lake City, Florida 32025.

ARTICLE VI.

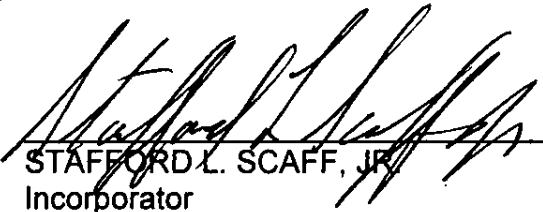
**Location of Principal Office, Initial Registered Office
and Name of Initial Registered Agent**

The street address of the principal office of the corporation is 134 SE Colburn Avenue, Lake City, Florida 32025.

The street address of the initial registered office of the corporation is 134 SE Colburn Avenue, Lake City, Florida 32025.

The name of the initial registered agent at such address is Stafford L. Scaff, Jr.

The undersigned, being the incorporator of this corporation, for the purpose of forming this nonprofit corporation under the Laws of the State of Florida has executed these articles of incorporation on November 6, 2009.


STAFFORD L. SCAFF, JR.
Incorporator

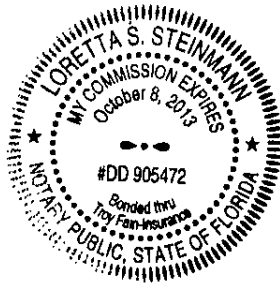
STATE OF FLORIDA

COUNTY OF COLUMBIA

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, STAFFORD L. SCAFF, JR., to me personally known to me to be the person who executed the foregoing instrument and acknowledged before me that he executed the same freely and voluntarily for the uses and purposes therein set forth and expressed, who did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on this

6th day of November, 2009.

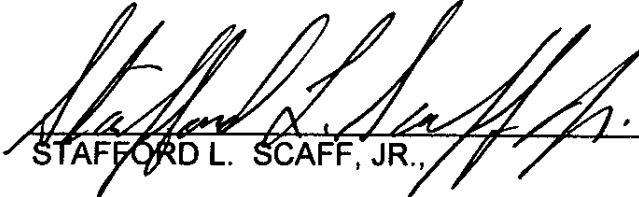


Loretta S. Steinmann
Notary Public, State of Florida
Printed Name: Loretta S. Steinmann
My commission expires:

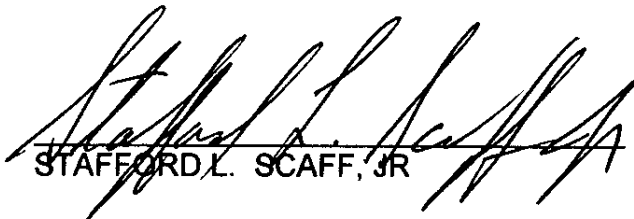
**CERTIFICATE DESIGNATING
REGISTERED AGENT AND REGISTERED OFFICE**

In compliance with Florida Statutes Section 48.091 and 617.0501, the following is submitted:

Lester and Anne Scaff Foundation, Inc. desiring to organize as a corporation under the laws of the State of Florida, has designated STAFFORD L. SCAFF, JR., as its initial Registered Agent and 134 SE Colburn Avenue, Lake City, Florida 32025, as the initial Registered Office.


STAFFORD L. SCAFF, JR.,

Having been named Registered Agent for the above stated corporation, at the designated Registered Office, the undersigned hereby accepts said appointment, and agrees to comply with the provisions of Florida Statutes Section 48.091 relative to keeping the office open.


STAFFORD L. SCAFF, JR.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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