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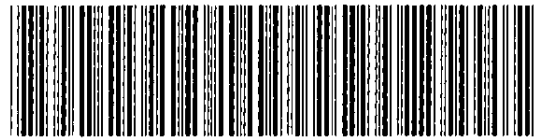
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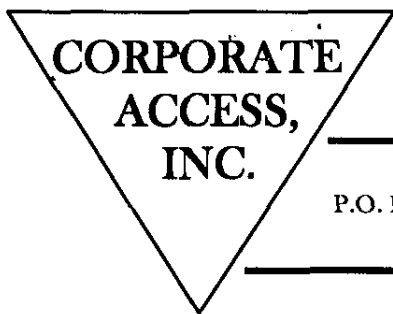
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\_\_\_\_\_  
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\_\_\_\_\_  
Inc. \_\_\_\_\_

1. Marathon Fire Rescue Benevolent Association, Inc.  
(CORPORATE NAME AND DOCUMENT #)

2. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)

3. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)

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(CORPORATE NAME AND DOCUMENT #)

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(CORPORATE NAME AND DOCUMENT #)

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(CORPORATE NAME AND DOCUMENT #)

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**ARTICLES OF INCORPORATION  
OF  
MARATHON FIRE RESCUE  
BENEVOLENT ASSOCIATION, INC.**

The undersigned natural person, acting as incorporator of a corporation under the Florida Not for Profit Corporation Act, adopts the following Articles of Incorporation for such Corporation:

**ARTICLE I**

The name of the corporation is MARATHON FIRE RESCUE BENEVOLENT ASSOCIATION, INC.

**ARTICLE II**

The principal place of business of the Corporation is 8900 Overseas Highway, Marathon, Florida 33050 and the mailing address of the Corporation is 8900 Overseas Highway, Marathon, Florida 33050, or as otherwise designated by the Board of Directors.

**ARTICLE III**

The purpose for which the corporation is formed and the business and the objects to be carried on and promoted by it are as follows:

1. The purposes for which the corporation is organized are to receive contributions of tangible and intangible property and real or personal property 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 and educational purposes to provide physical, financial, and emotional support for members and firefighters and their families, their dependents and survivors and to members of the local community who demonstrate the need for such assistance, to assist in their efforts toward personal improvement and to educate and provide for the community in the areas of firefighting, life safety and fire prevention and to provide assistance to otherwise improve the quality of life for members and members of the community through charitable, literary or educational means and including but not limited to contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code and Regulations pursuant thereto as they now exist or as they may hereafter be amended.

2. The specific purpose for which the corporation is organized shall be to provide physical, financial, and emotional support for members and firefighters and their families, their dependents and survivors and to members of the local community who demonstrate the need for such assistance, to assist in their efforts toward personal improvement and to educate and provide for the community in the areas of firefighting, life safety and fire

prevention and to provide assistance to otherwise improve the quality of life for members and members of the community. The mission of the Association is to serve, promote, advocate, coordinate, represent and support the interests of the City of Marathon, Florida Fire Department in providing community based fire education and suppression, technical and water rescue, emergency medical and pre-hospital care, and to be prepared for terrorist attacks and/or weapons of mass destruction in order to reduce deaths and injuries as well as property loss. To accomplish these goals, the Association will follow federal, state, and local mandated guidelines. In addition to meeting these minimum standards, the Association's goal is to increase our service and professionalism to the public by striving to exceed these requirements by having increased education, training and proper equipment in order to achieve a greater quality of life for the community of the City of Marathon

3. To engage in any operation incidental to and essential to carry out the purposes above mentioned.

4. To solicit funds and donations in kind and from time to time to further the purposes of this corporation.

5. To acquire and receive by purchase, donation or otherwise, any property, real, personal or mixed, and to hold, use and dispose of the same.

6. To borrow money and to issue evidences of indebtedness in furtherance of any or all of the objects of its business and to secure loans by mortgage, pledge, deed of trust or other lien.

7. To apply for, obtain and contract with any federal, state or local government or agency for a direct loan or loans of other financial aid in the form of grants or otherwise relating to the purposes of this corporation.

8. To engage in any kind of activity and to enter into, perform and carry out contracts of any kind necessary or in connection with or incidental to the accomplishment of any one or more of the non-profit purposes of the corporation.

9. No part of the net earnings of the corporation shall inure to the benefit of or be distributable to any Director or Officer of the corporation or any member of the corporation or any other private individual (except reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes) and no Director or Officer 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.

10. Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 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 Section 170(c)(2) of the Internal Revenue Code and said Regulations as they now exist or as they may hereafter be amended.

11. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner or to such organization or organizations organized and operated exclusively for charitable, educational or literary purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of the County in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as the court shall determine, which are organized and operated exclusively for such purposes.

12. The corporation shall have such powers as are conferred upon it by Chapter 617 of the Laws of the State of Florida and By Laws and shall exercise those powers in the accomplishment of its objectives and purposes.

#### ARTICLE IV

The members of the Board of Directors shall never be less than three (3) in number. The manner in which the directors are elected or appointed shall be:

1. In the event of a vacancy the remaining director or directors may appoint a replacement director or directors to complete the term of the director or directors vacancy.

2. Election of the office of director whose term of office expires shall be held at the corporation's annual meeting and/or as may otherwise be determined by the Board of Directors. The term of office for each director shall be two (2) years or as may be provided by the By-Laws.

The initial directors of the Corporation and their initial term of office are:

Name	Initial Term Expires
Robin Neville 126 Bimini Drive Marathon, Florida 33050	December 31, 2011
Adam Geaneas P.O. Box 510211 Key Colony Beach, Florida 33051	December 31, 2011
Sally Billiter	December 31, 2011

900 80<sup>th</sup> Street  
Marathon, Florida 33050

Jodie Devitt  
P.O. Box 500847  
Marathon, Florida 33050

December 31, 2011

#### **ARTICLE V**

The name and street address of the initial registered agent shall be:

Christopher B. Waldera, P.A.  
11300 Overseas Highway  
Marathon, Florida 33050

#### **ARTICLE VI**

The affairs of the corporation shall be managed by a President, Vice President, Secretary and a Treasurer and such other officers as may from time to time be created by the Board of Directors.

#### **ARTICLE VII**

It is hereby expressly provided that in the determination of whether an individual qualifies and should be thus entitle to membership, the Officers of this Corporation shall abide by the By-Laws promulgated by the Board of Directors in determining whether any certain individual qualifies in accordance with the criteria herein established. It is hereby expressly provided that said By-Laws shall not discriminate or be applied in any manner which may be contrary to the purposes described in these Articles of Incorporation or which would disqualify this corporation's qualification as an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code.

The By-Laws may impose other conditions of membership from time to time.

#### **ARTICLE VIII**

The corporation shall hold such annual meetings for members as determined by the Board of Directors and as set forth in the Corporation's By-Laws. At such meetings, Directors shall be elected or appointed in accordance with the By-Laws.

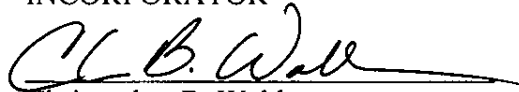
**ARTICLE IX**

The name and address of the incorporator is:

Christopher B. Waldera, Esq.  
Christopher B. Waldera, P.A.  
11300 Overseas Highway  
Marathon, Florida 33050

IN WITNESS WHEREOF, the undersigned Incorporation has executed these  
Articles of Incorporation this 17th day of December, 2009.

INCORPORATOR

  
Christopher B. Waldera

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Having been designated as the Registered Agent in the foregoing Articles of Incorporation of MARATHON FIRE RESCUE BENEVOLENT ASSOCIATION, INC., a Florida not for profit corporation, and to accept service of process for the Corporation at the place designated in the Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in that 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 of MARATHON FIRE RESCUE BENEVOLENT ASSOCIATION, INC.

Dated as of the 17th day of December, 2009.

Christopher B. Waldera, P.A.

By CB Waldera  
Christopher B. Waldera, President

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