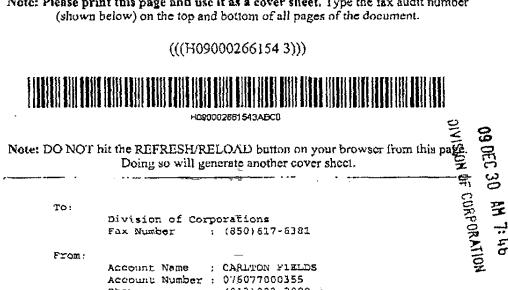
42/29/2009 16:23 FAX Division of Corpo

Florida Department of State

Division of Corporations Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.



Account Number : 0/6077000355

: (813)223-7000 Phone

Fax Number : (813)229 4133

**Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please. **

FLORIDA PROFIT/NON PROFIT CORPORATION P&J EMPLOYEES CHARITABLE FOUNDATION, INC.

Certificate of Status	0
Certified Copy	1
Page Count	01
Estimated Charge	\$78.75

Electronic Filing Menu

Corporate Filing Menu

Help

T. Bush, DEC 3 1 2008

********* *** TX REPORT *** ***********

TRANSMISSION OK

TX/RX ND RECIPIENT ADDRESS

DESTINATION ID

ST. TIME JIME USE PAGES SENT RESULT

1484

477#99998#99991#18506178381

12/29 16:23 01'55

Division of Corporations

Page 1 of 1

Florida Department of State

Division of Corporations Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H090002661543)))



HD90002661543ABCD

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

TO:

Division of Corporations

Fax Number : (850)617-6381

From:

Account Name : CARLTON FIELDS Acrount Number : 076077000355 Phone : (813) 223-7000 1: {813}229 4133 Fax Number

**Enter the essil address for this husiness entity to be used for future annual report mailings. Enter only one email address please. **

FLORIDA PROFITMON PROFIT CORPORATION P&J EMPLOYEES CHARITABLE FOUNDATION, INC.

Certificate of Status

FILED

Audit No. H09000266154 3

ARTICLES OF INCORPORATION OF P&J EMPLOYEES CHARITABLE FOUNDATION, INC.

The undersigned incorporator to these articles of incorporation hereby forms a corporation not for profit (the "Corporation") under the laws of the State of Florida as follows:

ARTICLE I Name, Principal Place of Business, and Mailing Address

The name of the Corporation is: P&l Employees Charitable Foundation, Inc. The principal place of business and mailing address are: 6621 Wilbanks Road, Knoxville, TN 37912.

ARTICLE II Term of Existence

The date when corporate existence shall commence shall be the date of the filing of these articles of incorporation by the office of the Florida Department of State and the Corporation shall have perpetual existence thereafter.

ARTICLE III Purpose

The Corporation is organized and shall be operated exclusively for charitable and educational purposes, including, for such purposes providing grants to other charitable organizations.

The Corporation shall have all powers now or hereafter granted by law, and in addition thereto shall have all powers lawfully necessary or required to carry out its purposes and objects. All of the assets or earnings shall be used exclusively for the purposes hereinabove set out, including payment of expenses incidental thereto. No part of the net earnings shall inure to the benefit of any individual, and no part of its activities shall be for the carrying on of propaganda or otherwise attempting to influence legislation.

ARTICLE IV Members

The qualifications of members, if any, and the manner of admission of members shall be as specified in the bylaws of the Corporation.

ARTICLE V Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is 4221 W. Boy Scout Boulevard, Suite 1000, Tampa, FL 33607, and the name of its initial registered agent at such address is CFRA, LLC.

Audit No. H09000266154 3

ARTICLE VI <u>Directors</u>

The number of directors and their election and appointment shall be as specified in the bylaws of the Corporation, provided that the Corporation shall always have at least three directors. The names and addresses of the initial directors of the Corporation are:

J. Patrick McMullen

6621 Wilbanks Road Knoxville, TN 37912

Connie H. Nichols

6621 Wilbanks Road Knoxville, TN 37912

W. T. Phillips, Jr.

6621 Wilbanks Road Knoxville, TN 37912

ARTICLE VII

The name and address of the incorporator signing these articles of incorporation are:

Name

Address

Cristin C. Kcane

4221 W. Boy Scout Blvd Suite 1000 Tampa, FL 33607

ARTICLE VIII Bylaws

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors of the Corporation.

ARTICLE IX Amendment

These articles of incorporation may be amended in the manner provided by law.

ARTICLE X Dissolution

Upon a dissolution of the Corporation, the residual assets of the Corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future law, or to the federal, state, or local government for exclusive public purpose.

Audit No. H09000266154 3

ARTICLE XI Limitations

- Section 1. <u>Legislative and Political Activity</u>. No substantial part of the activities of the Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publishing or distributing of statements in connection with) any political campaign on behalf of or in opposition to any candidate for public office.
- Section 2. Property. The property, assets, profits, and not income of the Corporation are dedicated irrevocably to the purposes set forth herein. No part of the Corporation's profits or not earnings shall inure to the henefit of its directors, officers, members, or to the benefit of any private individual.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 29th day of December, 2009.

Cristin C. Kuane, Incorporator

Audit No. H09000266154 3

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Corporation, at the place designated as the registered office, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accept the duties and obligations of its position as registered agent.

Dated this 29th day of December, 2009.

Registered Agent

CFRA, LLC a Florida limited liability company

Bv:

Cristin C. Kean

SECRETARY OF STAN