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June 1, 2010

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

VIA FEDEX
OVERNIGHT DELIVERY

Re: Articles of Incorporation
Munn Family Foundation, Inc.
Our File No. 11639.01

Dear Gentlemen:

Enclosed are two executed copies of the Articles of Incorporation of the Munn Family Foundation, Inc. Please accept the enclosed for filing. Also enclosed is a check in the amount of $78.75 representing $70.00 for the filing fee and $8.75 for a certified copy fee. Please return a certified copy of the Articles once filed in the return envelope provided.

Also please note that the effective date of this corporation is June 1, 2010 and that these Articles are filed within the time period permitted under Florida law.

If you have any questions, please feel free to call.

Sincerely,

James Sopko

JS/lml
Enclosures – as stated.

ARTICLES OF INCORPORATION

OF

MUNN FAMILY FOUNDATION, INC.
A FLORIDA NOT-FOR-PROFIT CORPORATION

ARTICLE I

Effective Date 06-1-10

NAME

The name of this corporation shall be: **MUNN FAMILY FOUNDATION, INC.**

ARTICLE II

TERM OF EXISTENCE

This corporation shall exist perpetually

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PURPOSE

ARTICLE III

A. This Corporation is organized exclusively for charitable, scientific, literary, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or any successor section).

B. Notwithstanding any other provision contained in these Articles of Incorporation, this Corporation shall not conduct any other activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or successor section.

C. Notwithstanding any other provision contained in these Articles of Incorporation, no substantial part of the corporation's activities shall consist of attempting to influence legislation by propaganda, or otherwise attempting to influence legislation in any fashion not permitted under applicable Treasury Regulations. The Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for

public office and shall further comply with the requirements of all applicable Treasury Regulations.

D. This Corporation, not for profit, shall have the power to acquire by gift, devise, bequest, purchase, lease or otherwise, and to hold, own, occupy, use, manage, improve, develop, maintain, lease, sell, mortgage, transfer, invest in or reinvest in, or otherwise deal with any real or personal property of whatever kind and description and wherever situated, or with any estate or interest, legal or equitable, in the property, or to borrow money and to make, accept, endorse, execute and issue promissory notes and other obligations in payment for property acquired or money borrowed; and to do all other acts as are necessary or convenient to carry out the purposes set forth in these Articles.

E. This Corporation, not for profit, may conduct and transact any activity lawfully authorized and not prohibited by Chapter 617, Florida Statutes, entitled "The Florida Not For Profit Corporation Act", as the same may be, from time to time, amended.

ARTICLE IV

MEMBERSHIP

A. This Corporation is authorized to issue membership in this Corporation as authorized in Section 617.0601 of the Florida Statutes. The qualifications for members and the manner of their admission will be regulated by the Bylaws of the Corporation.

B. The initial member and his address is:

Mr. Stephen P. Munn
7102 S.E. Mourning Dove Way
Hobe Sound, FL 33455-8038

ARTICLE V

ADDRESS OF PRINCIPAL OFFICE

The principal office and the mailing address of this corporation shall be:

7102 S.E. Mourning Dove Way, Hobe Sound, FL 33455-8038

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

2300 S.E. Monterey Road, Suite 100, Stuart, FL 34996

The name of the initial registered agent of this corporation at that address is:

James Sopko

ARTICLE VII

DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than three (3). The qualifications of members of the Board of Directors and the manner of their election will be prescribed by the By-Laws of the corporation. The names of the initial Directors of this corporation are:

1) Stephen P. Munn

2) Robyn E. Gengras

3) Michele A. Celestino

ARTICLE VIII

INCORPORATOR

The names and addresses of the persons signing these articles are:

James Sopko, 2300 S.E. Monterey Road, Suite 100, Stuart, FL 34996

ARTICLE IX

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed to them by the members and approved at a members' meeting by at least a majority of the membership entitled to vote, unless all of the directors and all of the members sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X

LIMITATION ON THE DISTRIBUTION OF CORPORATE ASSETS AND NET EARNINGS

A. No part of the Corporation's net earnings shall inure to the benefit of, or be distributable to, its directors, members, officers or other private individuals as prescribed in applicable Treasury Regulations, provided, however, the Corporation is authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of this Corporation.

B. In the event of the Corporation's dissolution, the Corporation's residual assets will be (i) distributed for one or more exempt purposes for which this Corporation was organized, (ii) 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 Successor Sections, or (iii) distributed to Federal, State, or local government exclusively for public purposes.

ARTICLE XI

EFFECTIVE DATE

The effective date of this corporation is the date these Articles is June 1, 2010.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 1st day of June, 2010.

JAMES SOPKO, Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation, MUNN FAMILY FOUNDATION, INC., at the place designated in the foregoing Articles of Incorporation, I hereby agree to act in that capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 1st day of June, 2010.

JAMES SOPKO, Registered Agent

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