

Division of Corporations

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Florida Department of State
Division of Corporations
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FLORIDA PROFIT/NON PROFIT CORPORATION

Watson Charitable Foundation, Inc.

Certificate of Status	1
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ARTICLES OF INCORPORATION
OF
WATSON CHARITABLE FOUNDATION, INC.

Pursuant to the provisions of Section 617, Florida Statutes, this Florida nonprofit corporation adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation is WATSON CHARITABLE FOUNDATION, INC.

ARTICLE II - DURATION

This Corporation shall have a perpetual existence commencing upon the filing of the original Articles of Incorporation by the Florida Secretary of State.

ARTICLE III - PURPOSE

The Corporation is organized as a not for profit corporation exclusively for charitable, benevolent, and education purposes, and for any lawful purpose or purposes not for pecuniary profit and not specifically prohibited to corporations under other laws of this state. Such purposes include, without limitation, charitable benevolent, eleemosynary, educational, historical, civic, patriotic, religious social, fraternal, literary, cultural, athletic, scientific, health, agricultural, horticultural, animal husbandry, and professional, commercial, industrial, or trade association purposes.

Notwithstanding any provisions of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal income tax under Section 501(c)(3), or by a corporation qualified as a public charity under Section 509(a)(1), of the Internal Revenue Code of 1954, as amended, or the corresponding provision of any future United States Internal Revenue Law (hereinafter collectively referred to as the "code").

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) a political campaign on behalf of any candidate of public office.

ARTICLE IV - MEMBERSHIP

The qualification for members and manner of their admission shall be regulated by the Bylaws of the Corporation.

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**ARTICLE V- INITIAL REGISTERED OFFICE
AND THE NAME OF THE INITIAL REGISTERED AGENT**

The street address of the initial office of this Corporation is 6905 N. Wickham Road, Suite 403, Melbourne, FL 32940, and the initial registered agent of this Corporation is Christopher S. Watson, 6905 N. Wickham Road, Suite 403, Melbourne, FL 32940.

ARTICLE VI - INCORPORATOR

The name and address of the incorporator is as follows:

Christopher S. Watson
6905 N. Wickham Rd, STE 403
Melbourne, Florida 32940

ARTICLE VII - BOARD OF DIRECTORS

The lawful authority and power of this Corporation shall be exercised by, and its business shall be conducted and carried on by or authorized to be conducted and carried on by the Board of Directors which shall consist of not less than three members and no more than seven members.

The qualifications, manner and time of selection, duties and responsibilities of said Board of Directors shall be published in the Bylaws of the Corporation.

ARTICLE VIII - OFFICERS

The corporation shall have the following officers who shall be elected by the Board of Directors.

CHAIRMAN
PRESIDENT/CEO
VICE PRESIDENT
SECRETARY
TREASURER

ARTICLE XI - TEMPORARY OFFICIALS

The name and addresses of the members of the Board of Directors and of the officers who shall manage the affairs of the Corporation until the first election or appointment under these Articles of Incorporation are as follows:

CHAIRMAN:	Christopher S. Watson
PRESIDEDNT/CEO:	Christopher S. Watson
VICE PRESIDENT:	Timothy F. McWilliams
SECRETARY:	Timothy F. McWilliams
TREASURER:	Timothy F. McWilliams

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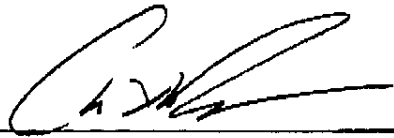
ARTICLE X - BYLAWS

Bylaws and Amendment of Articles of Incorporation recommendations to adopt, amend or rescind Bylaws of the Corporation shall be approved by a majority vote of the Board of Directors of the Corporation. The Articles of Incorporation may be amended by majority vote of the Board of Directors of the Corporation.

ARTICLE XI - DISSOLUTION

In the event of dissolution, the residual assets of the organization shall be turned over to an organization that is exempt as described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code or corresponding Sections of any prior or future Internal Revenue Code or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State or Local Government for exclusive public purposes.

WITNESS WHEREOF, we have hereunto set our hands and seals Brevard, Florida this 28th day of December, 2010.



CHRISTOPHER S. WATSON,
INCORPORATOR/CHAIRMAN

STATE OF FLORIDA
COUNTY OF BREVARD

BEFORE ME, the undersigned authority, personally appeared CHRISTOPHER S. WATSON who is known to be the person described in and who executed the foregoing Articles of Incorporation, and who acknowledges before me under oath that he signed the same freely and voluntarily for the uses and purposes therein expressed, and who is personally known to me.

WITNESS my hand and official seal at Melbourne, Brevard, Florida this 28th day of December, 2010.

Notary Public, State of Florida

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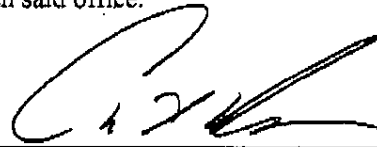
**DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act.

FIRST that WATSON CHARITABLE FOUNDATION, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated by the Articles of Incorporation at 6905 N. Wickham Road, Suite 403, Melbourne, FL 32940, County of Brevard, State of Florida, has named Christopher S. Watson, located at 6905 N. Wickham Road, Suite 403, Melbourne, FL 32940 as its agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.



CHRISTOPHER S. WATSON, Incorporator
Registered Agent

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