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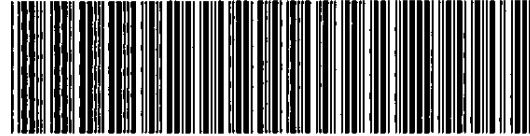
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DIVISION OF CORPORATIONS  
11 JUN 20 PM 2:39

with 29931  
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FLORIDA DEPARTMENT OF STATE  
Division of Corporations

RECEIVED

11 JUN 20 PM 1:46

DIVISION OF CORPORATIONS

June 1, 2011

B B ABBOTT  
5136 WEST SAN JOSE ST  
TAMPA, FL 33629

SUBJECT: FULL KOUNT, A WADE DAVIS FOUNDATION, INC.  
Ref. Number: W11000029931

We have received your document for FULL KOUNT, A WADE DAVIS FOUNDATION, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6901.

Pamela Smith  
Regulatory Specialist II

Letter Number: 511A00013394

*This has been  
corrected in  
the attached  
document.*

*T x -  
B.B.  
Abbott*

**ARTICLES OF INCORPORATION  
OF  
FULL KOUNT, A WADE DAVIS FOUNDATION, INC.**

11 JUN 20 PM 2: 39

I, the undersigned natural person of the age of eighteen (18) years or more, acting as incorporator of a corporation under the Florida Not For Profit Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation:

**ARTICLE ONE**

The name of the Corporation is FULL KOUNT, A WADE DAVIS FOUNDATION, INC, INC. (the "Corporation"). The principal office and mailing address of the Corporation is 5136 West San Jose Street, Tampa, FL 33629. The registered agent address is 5136 West San Jose Street, Tampa, FL 33629.

**ARTICLE TWO**

The Corporation is a not for profit corporation.

**ARTICLE THREE**

The period of duration of the Corporation is perpetual.

**ARTICLE FOUR**

The Corporation is formed exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (the "Code") and to do all things necessary for an incidental to the accomplishment of the purposes and goals of the Corporation. Notwithstanding the provisions of this Article Four, the Corporation shall neither have nor exercise any power, nor shall it engage directly or indirectly in any activity, that would invalidate its status (1) as a corporation which is exempt from federal income taxation as an organization described in Section 501(c)(3) of the Code or (2) as a corporation contributions to which are deductible under Section 170(c)(2), 2055(a), and 2522(a) of the Code.

**ARTICLE FIVE**

The street address of the initial registered office of the Corporation is 5136 West San Jose Street, Tampa, FL 33629; and the name of its initial registered agent at such address is B.B. ABBOTT. B.B. Abbott voluntarily accepts such appointment and is familiar with the obligations of the position of registered agent.

## **ARTICLE SIX**

The number of directors and the method of their election shall be determined by the Bylaws of the Corporation and shall be subject to change from time to time as the Bylaws may be amended. The number of directors constituting the initial Board of Directors of the Corporation is five (5) and the names and addresses of the persons who are to serve as the initial directors are:

Wade Davis  
3508 Twisted Oak Court  
Lake Wales, FL 33898

Katelyn Davis  
3508 Twisted Oak Court  
Lake Wales, FL 33898

B.B. Abbott  
5136 West San Jose Street  
Tampa, FL 33629

The members of the Board of Directors shall serve without compensation, and no member shall receive any pecuniary benefit from the Corporation in his or her capacity as a member of the Board of Directors except reimbursement for actual expenses incurred in connection with the business of the Corporation.

## **ARTICLE SEVEN**

The name and address of the incorporator is:

B.B. Abbott  
5136 West San Jose Street  
Tampa, FL 33629

## **ARTICLE EIGHT**

The Corporation shall have no shareholders or members.

## **ARTICLE NINE**

The initial Bylaws of the Corporation shall be adopted by the Board of Directors, and the power to alter, amend or repeal the Bylaws or adopt new Bylaws shall be vested in the Board of Directors.

## **ARTICLE TEN**

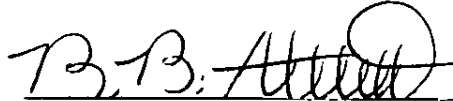
1. The Corporation is not organized for pecuniary benefit nor shall it have any power to issue certificates of stock or declare dividends. The balance, if any, of all money and other assets received by the Corporation from its operations, after the

payment in full of all debts and obligations of the Corporation of whatsoever kind and nature, shall be used and distributed exclusively for carrying out only the purposes of the Corporation as particularly set forth in Article Four hereof.

2. Notwithstanding anything to the contrary in any provision of these Article of Incorporation or of the Bylaws of this Corporation, if this Corporation is ever determined to be a private foundation, as defined in Section 509 of the Code, it shall not act, operate, or engage in any transaction which would subject the Corporation or any other persons to tax imposed by Section 4941 to 4945 of the Code.
3. No part of the net earnings of the Corporation shall insure to the benefit of or be distributed to its directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in Article Four hereof.
4. No substantial part of the activities (except as permitted pursuant to the Code) of the Corporation shall consist of carrying on propaganda, or otherwise attempting, to influence legislation; nor shall it in any manner to any extent participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office; nor shall the Corporation engage any activities that are unlawful under applicable federal, state or local laws.
5. The Corporation shall not operate for the primary purpose of carrying on trade or business for profit.
6. The territory in which the Corporation's operations are principally to be conducted is the United States of America.
7. In the event of the dissolution of this Corporation, or in the event it shall cease to carry out the objects and purposed herein set forth, all of the business, property, and assets of the Corporation shall be distributed to a non-profit fund, foundation, or corporation which is organized or operated exclusively for charitable, religious, and/or educational purposes and which has established its tax exempt status under Section 501(c)(3) of the Code as the directors of this Corporation may elect and designate; and in no event shall any of the said assets or property, in the event of dissolution, go or be distributed to any persons for reimbursement of any sum described, donated, or contributed by such person, or for any other such purpose.

IN WITNESS WHEREOF, I have hereunto set my hands this \_\_\_\_ day of \_\_\_\_\_  
\_\_\_\_\_, 2011.

11 JUN 20 PM 2:40



B.B. Abbott, Incorporator

THE STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, on this \_\_\_\_ day of \_\_\_\_\_, 2011,  
personally appeared B.B. ABBOTT who, after being duly sworn, declared that he is the person  
who signed the foregoing document as incorporator and that the statements contained herein are  
true.

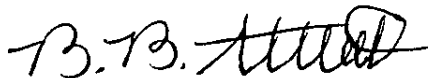
\_\_\_\_\_  
Notary Public

(SEAL)

**ACCEPTANCE OF REGISTERED AGENT**

I, the undersigned person accept the position of registered agent for FULL KOUNT, A  
WADE DAVIS FOUNDATION, INC. By signing this statement I acknowledge that I am  
familiar with and accept the obligations of the position of Registered Agent

IN WITNESS WHEREOF, I have hereunto set my hands on this \_\_\_\_ day of \_\_\_\_\_  
\_\_\_\_\_, 2011.



B.B. Abbott, Registered Agent