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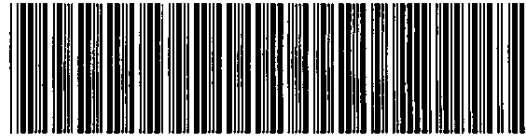
(Business Entity Name)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

J. Shivers AUG 22 2011  
WILL 41567  
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## TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**SUBJECT:** The Patriot Trust, Inc., a Florida Not for Profit Corporation

**FROM:**

James W. Collins  
The Andersen Firm, P.C.  
7273 Bee Ridge Rd.  
Sarasota, FL 34241

E-mail address (to be used for future annual report notification):  
jcollins@theandersenfirm.com

For further information concerning this matter, please call James W. Collins at (941) 953-5984.

Enclosed are an original and one (1) copy of the Articles of Incorporation, including designation and acceptance of Registered Agent and office, and a check for:

\$87.50 for Filing Fee & Registered Agent Fee & Certificate of Status & Certified Copy

FILED  
AUG -8 AM 11:00  
TALLAHASSEE, FL 32314

**ARTICLES OF INCORPORATION OF  
THE PATRIOT TRUST, INC., A FLORIDA NOT FOR PROFIT CORPORATION**

The undersigned John M. Pyle acting as incorporator of a corporation under Florida Statutes chapter 617, adopts the following articles of incorporation:

**Article I: Name**

The name of the corporation is The Patriot Trust, Inc.

**Article II: Principal Place of Business and Mailing Address**

The principal place of business and mailing address of the corporation is 242 S. Washington Blvd., #373, Sarasota, FL 34236.

**Article III: Purpose**

This corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code.

Notwithstanding any of the statements of purposes and powers of this corporation contained herein, the corporation shall not, except to an insubstantial degree, engage in any activity or exercise any powers that are not in furtherance of the specific purposes of this corporation.

**Article IV: Duration**

The corporation shall have perpetual duration.

**Article V: Tax Exemption Requirements**

- (a) The corporation is organized and operated exclusively for the purposes set forth herein.
- (b) Notwithstanding any other provision 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) of the Internal Revenue Code or by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code.
- (c) No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements on

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2011 AUG -8 AM 11:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

behalf of any candidate for public office).

#### **Article VI: Restrictions on Private Foundations**

Notwithstanding any other provision in these Articles, if this corporation is deemed or determined to be a "private foundation" within the meaning of section 509 of the Internal Revenue Code, then this corporation shall be subject to the following limitations and restrictions:

(a) The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(b) The corporation shall not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(c) The corporation shall not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(d) The corporation shall not make any investment in such manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(e) The corporation shall not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

#### **Article VII: Members**

The corporation shall have a membership distinct from the Board of Directors. The authorized number and qualifications of the members of the corporation; the manner of their admission; the different classes of membership, if any; the property, voting, and other rights and privileges of members, and their liability for dues and assessments and the method of collection thereof; shall be set forth in the bylaws. The corporation shall be nonstock and no dividends or pecuniary profits shall be declared or inure to the members. There shall be no personal liability of members for corporate obligations.

#### **Article VIII: Registered Office and Agent**

The street address of the initial registered office of the corporation and the mailing address of the

corporation is: 242 S. Washington Blvd., #373, Sarasota, FL 34236. The name of the original registered agent at such address is John M. Pyle.

#### **Article IX: Board of Directors**

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted, by a Board of Directors. The number of directors of the corporation shall be nine; provided, however, that the number of directors can be changed by a bylaw duly adopted pursuant to the bylaws of this corporation. The directors named in these articles as the first Board of Directors shall hold office until the first meeting of members to be held at 1:00 p.m. on August 6, 2011 at 7273 Bee Ridge Rd., Sarasota, Florida 34241, at which time an election of directors shall be held.

Directors elected at the first annual meeting and at all times thereafter shall serve for a term of years until the third annual meeting of members following the election of directors and until the qualification of their successors in office.

Annual meetings shall be held at 7273 Bee Ridge Rd., Sarasota, Florida 34241 in the month of August of each year at the principal office of the corporation or as such other places as the Board of Directors may designate from time to time by resolution.

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting if all the members of the Board individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceeding of the Board. Such action by written consent will have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law relating to actions so taken must state that the action was taken by unanimous written consent of the Board of Directors without a meeting and that the articles of incorporation and bylaws of this corporation authorize the directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of the persons who are to serve as the initial directors are:

<u><b>Name</b></u>	<u><b>Address</b></u>
John M. Pyle	242 S. Washington Blvd., #373 Sarasota, Florida 34236
James W. Collins	7273 Bee Ridge Rd. Sarasota, Florida 34241
Paul E. Welch	P.O. Box 538 Sarasota, Florida 34230

Jeffrey H. Stern	7340 Curtiss Ave. Sarasota, Florida 34231
Peter Enrico	2408 Bay Drive Bradenton, Florida 34207
Dennis Metz	P.O. Box 14705 Bradenton, Florida 34280
James E. Schroeder	254 Sand Pine Rd. Indialantic, Florida 32903
Bradford Lombardi	867 NW River Shores Blvd. Stuart, Florida 34994
Claude Hicks, Jr.	6209 Huddleston St. Haltom City, Texas 76137

#### **Article X: Incorporators**

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
John M. Pyle	242 S. Washington Blvd., #373 Sarasota, Florida 34236

#### **Article XI: Officers**

The Board of Directors shall elect the president, vice president, treasurer, secretary, and such other officers as the bylaws of this corporation may authorize the directors to elect from time to time. Initially such officers are to be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

<u>Name</u>	<u>Address</u>
John M. Pyle	242 S. Washington Blvd., #373 Sarasota, Florida 34236

#### **Article XII: Bylaws**

Subject to the limitations contained in the bylaws and any limitations set forth in Florida Statutes

chapter 617 concerning corporation action that must be authorized or approved by the members of the corporation, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted either by a resolution of the Board of Directors or by following the procedures set forth for such action in the bylaws.

#### **Article XIII: Property and Profits**

The property of this corporation is irrevocably dedicated to the purposes set forth in Article III herein and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person, 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 or purposes set forth in Article III herein.

#### **Article XIV: Distribution Upon Dissolution**

Upon the dissolution of the corporation, its assets shall be distributed for one or more exempt purpose(s) within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction 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 such court shall determine, that are organized and operated exclusively for such purposes.

#### **Article XV: Amendments**

Amendments to these articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of 50% of a quorum of members of the corporation.

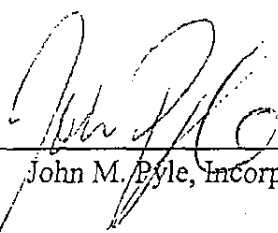
#### **Article XVI: Limited Liability of Directors and Officers**

The officers and directors shall not be individually liable for the corporation's debts or other liabilities, and the private property of such individuals shall be exempt from any corporate debts or liabilities. The power of indemnification under the laws of Florida shall not be denied or limited by the bylaws.

#### **Article XVII: Effective Date**

The existence of the Corporation shall begin on: August 5, 2011.

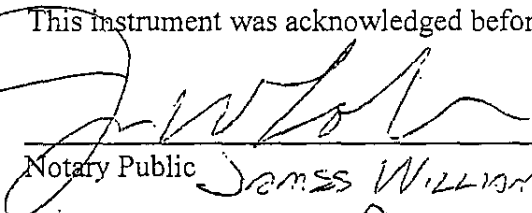
I, the undersigned, being the incorporator of this corporation for the purpose of forming this nonprofit charitable corporation under the laws of Florida have executed these articles of incorporation on August 2, 2011.

By:   
John M. Pyle, Incorporator

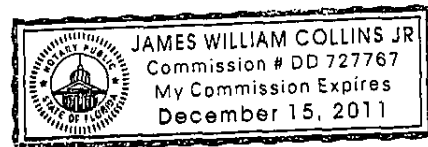
STATE OF FLORIDA )

COUNTY OF SARASOTA )

This instrument was acknowledged before me on this 2<sup>nd</sup> day of August, 2011, by John M. Pyle.

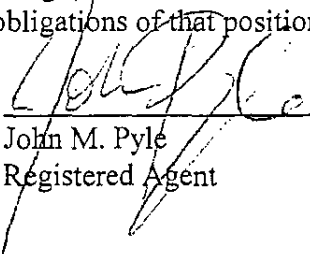
  
Notary Public

My Commission Expires: Dec. 15, 2011



#### ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for The Patriot Trust, Inc. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 617.0501.

  
John M. Pyle  
Registered Agent

August 2, 2011  
Date

FILED  
2PM AUG - 8 AM 11:00  
CLERK (ATY OF STATE  
TALLAHASSEE, FLORIDA