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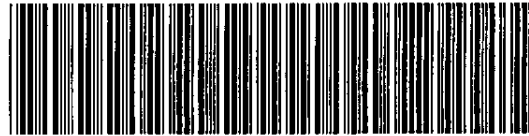
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T. Burch DEC 28 2011

**DELOACH & PETERSON, P.A.**

ATTORNEYS AT LAW

J. BOYD DELOACH  
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PHILIP B. PETERSON  
JAMES C. PETERSON

JAMES R. PROVENCHER

OF COUNSEL



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FAX (386) 423-9967

December 16, 2011

**FLORIDA DEPARTMENT OF STATE**

Division of Corporation  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: Calista K. Farmer Cancer Foundation, Inc..  
(A Florida Not for Profit Corporation).  
Our File No. 11-15514

Dear Sirs:

Enclosed please find Articles of Incorporation, along with a copy of same concerning the above-referenced Not for Profit Corporation. I have also enclosed this firm's check in the amount of \$70.00 for your various filing fees.

Please return a conformed copy of the Articles of Incorporation to this office.

Sincerely yours,

  
**SID C. PETERSON, JR.**

SCP/bg  
Enclosures

**ARTICLES OF INCORPORATION**

**OF**

**CALISTA K. FARMER CANCER FOUNDATION, INC.  
(A Florida Not For Profit Corporation)**

The undersigned, acting as incorporators of a not for profit corporation pursuant to Chapter 617, Florida Statutes, adopt the following Articles of Incorporation.

**ARTICLE I  
CORPORATE NAME, PRINCIPAL OFFICE  
AND MAILING ADDRESS**

The name of this Corporation shall be: **CALISTA K. FARMER CANCER FOUNDATION, INC.**, with its principal office located at 3319 Silver Palm Drive, Edgewater, Florida 32141 and its corporate mailing address being the same.

**ARTICLE II  
POWERS AND PURPOSE**

A. This corporation shall have and exercise all powers conferred upon not for profit corporations under the laws of the State of Florida generally and specifically as provided in Section 617.0302 of the Florida Not For Profit Corporation, Act, as amended.

B. The specific and primary purposes for which this corporation is organized is to fund, provide resources, and support all persons affected by children's cancer.

**ARTICLE III  
NONSTOCK CORPORATION**

This corporation is organized upon a nonstock basis and shall not issue shares of stock. No dividend shall be paid, and no part of the income of the corporation shall be distributed to its members, directors, or officers.

**ARTICLE IV  
TERM OF EXISTENCE**

This Corporation shall have perpetual existence, commencing upon filing of these Articles.

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**ARTICLE V  
REGISTERED AGENT  
AND  
INITIAL REGISTERED OFFICE**

The Registered Agent and the street address of the initial registered office of this Corporation in the state of Florida shall be:

**KATHERINE E. KIRK**  
3319 Silver Palm Drive  
Edgewater, Florida 32141

The Board of Directors, from time to time, may move the Registered Office to any other address in the State of Florida.

**ARTICLE VI  
MEMBERSHIP**

The sole class of members of this corporation shall be its Directors.

**ARTICLE VII  
BOARD OF DIRECTORS**

The Board of Directors will be elected and appointed in accordance with the by-laws of this corporation.

**ARTICLE VIII  
INITIAL BOARD OF DIRECTORS**

The names of the initial directors of this Corporation and their street addresses are:

<b>NANCY M. FARMER</b>	200 Ranken Drive Edgewater, Florida 32141
<b>KATHERINE E. KIRK</b>	3319 Silver Palm Drive Edgewater, Florida 32141
<b>JEREMY GRAU</b>	128 Ranken Drive Edgewater, Florida 32141

**ARTICLE IX  
OFFICERS**

The officers of this Corporation shall be elected in accordance with the by-laws of this corporation. Any two or more offices may be held by the same person.

**ARTICLE X  
INCORPORATOR**

The name and address of the person signing these Articles of Incorporation as the Incorporator is:

**KATHERINE E. KIRK**  
3319 Silver Palm Drive  
Edgewater, Florida 32141

**ARTICLE XI  
AMENDMENTS**

These Articles of Incorporation may be amended by an affirmative vote of the majority of those members present at the annual meeting or at a special meeting called for that purpose.

**ARTICLE XII  
INDEMNIFICATION**

This corporation shall indemnify any officer, director, employee or agent, and any former officer, director, employee or agent, to the full extent permitted by law.

**ARTICLE XIII  
PRIVATE FOUNDATION**

(a) Distribution of Income. 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 of 1986, or corresponding provisions of any subsequent federal tax law.

(b) Self-dealing. The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax law.

(c) Excess Business Holdings. The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(d) Investments Jeopardizing Charitable Purpose. The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(e) Taxable Expenditures. The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax law.

#### **ARTICLE XIV DISSOLUTION**

In the event this corporation should be dissolved for any cause, all of its assets and any funds resulting from the sale of its property shall be used exclusively in furtherance of the purposes enumerated in these Articles, and none of its funds or property shall inure to the profit of any private individual or corporation. Any distributions hereunder shall be paid as determined by the Board of Directors, over to a local organization or local organizations, as the case may be, with similar aims to those of this corporation having qualified for exemption under 501(c)(3) of the Internal Revenue Code of 1954.

**IN WITNESS WHEREOF**, the undersigned as Incorporator has executed the foregoing Articles of Incorporation on this 12<sup>th</sup> day of December, 2011.

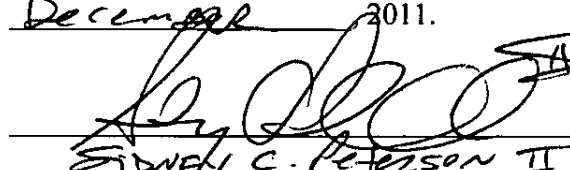
**THE UNDERSIGNED AFFIRMS THAT THE FACTS STATED HEREIN ARE TRUE AND IS AWARE THAT ANY FALSE INFORMATION SUBMITTED IN A DOCUMENT TO THE DEPARTMENT OF STATE CONSTITUTES A THIRD DEGREE FELONY AS PROVIDED FOR IN SECTION 817.155, FLORIDA STATUTES**

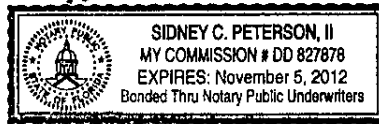
  
\_\_\_\_\_  
**KATHERINE E. KIRK**

**STATE OF FLORIDA**

**COUNTY OF VOLUSIA**

**BEFORE ME**, a Notary Public, personally appeared, **KATHERINE E. KIRK**, who is personally known to me or who has produced FL. DRIVER'S License as identification and who executed the foregoing Articles of Incorporation, and acknowledged before me that she subscribed to these Articles of Incorporation on this 12<sup>th</sup> day of December 2011.

  
(Notary - print name)  
Notary Public - State of Florida  
Commission No.:  
My Commission Expires:



SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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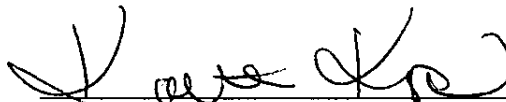
**CERTIFICATE**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That **CALISTA K. FARMER CANCER FOUNDATION, INC.**, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, at the City of Edgewater, County of Volusia, State of Florida, has named **KATHERINE E. KIRK**, 3319 Silver Palm Drive, Edgewater, Volusia County, Florida, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above-named corporation, at the place designated in this Certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida relative to keeping the designated office open.



**KATHERINE E. KIRK**, as Registered Agent