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SECRETARY OF CTA

COLEMAN, YOVANOVICH & KOESTER, P.A. ATTORNEYS AT LAW

Kevin G. Coleman Richard D. Yovanovich Edmond E. Koester William M. Burke Gregory L. Urbancic Matthew L. Grabinski NORTHERN TRUST BANK BUILDING 4001 TAMIAMI TRAIL NORTH SUITE 300 NAPLES, FLORIDA 34103 239-435-3535 239-435-1218 FACSIMILE www.cyklawfirm.com Linda C. Brinkman Craig D. Grider Matthew M. Jackson Jeffrey J. Beihoff Harold J. Webre Caroline M. Magliolo Charles A. B. Thomson David Kerem

Writer's Email: apescetto@cyklawfirm.com

Of Counsel: Kenneth R. Johnson

January 3, 2012

Via Overnight Delivery

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301
850.245.6052 Phone

Re: Articles of Incorporation for Amber's Antibodies, Inc.

Gentlemen:

Please find enclosed Articles of Incorporation for the above-referenced association, in addition to a check in the amount of \$70.00 in payment of the filing and registered agent fees.

All further correspondence for this matter should be sent to the attention of Craig D. Grider at 2949 Lone Pine Lane, Naples, Florida 34119.

Please contact me with any questions.

Sincerely,

Amy Pescetto

Enclosures

ARTICLES OF INCORPORATION OF

AMBER'S ANTIBODIES, INC.

(A Florida Non-Profit Corporation)

The undersigned hereby executes and submits these Articles of Incorporation for the purpose of forming a not-for-profit corporation under Chapter 617, Florida Statutes.

ARTICLE I Corporate Name

The name of the not-for-profit corporation is AMBER'S ANTIBODIES, IS

ARTICLE II Principal Office Address and Mailing Address

The initial principal office and mailing address of the Corporation shall be 2949 Lone Pine Lane, Naples, Florida 34119. The address of the Corporation may be changed to such other place as subsequently designated by the Board of Directors of the Corporation from time to time.

ARTICLE III Purpose and Powers of the Corporation

The purposes for which the Corporation is organized are exclusively for charitable purposes within the meaning of §501(c)(3) of the Internal Revenue Code, as may be amended.

The Corporation is organized and shall exist on a non-stock basis as a corporation not-for-profit under the laws of the State of Florida.

The powers of the Corporation shall be provided in the Bylaws of the Corporation in accordance with Chapter 617, Florida Statutes, with the following limitations within the meaning of §501(c)(3) of the Internal Revenue Code, as may be amended:

- 1. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to, its members, directors, officers or other private interests. However, the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and other distributions in furtherance of the purposes set forth in this Article.
- 2. No substantial amount of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation and the Corporation shall not

participate in, or intervene in, including the publishing or distributing of statements, any political campaign on behalf of, or in the opposition to, any candidate for public office, all within the meaning of §501(c)(3) of the Internal Revenue Code, as may be amended.

3. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activity not permitted to be carried on (a) by a corporation exempt from federal income tax under $\S501(c)(3)$ of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IV Board of Directors

The affairs of this Corporation shall be managed and governed by a Board of Directors consisting of a minimum of three (3) Directors. The initial Board of Directors shall consist of three (3) Directors, and the number of Directors may be changed by amendment of the Bylaws of the Corporation. The names and addresses of the persons who are to act in the capacity of Directors until the selection of their successor are:

| <u>Name</u> | Address |
|-----------------|--|
| Craig D. Grider | 2949 Lone Pine Lane Naples, Florida 34119 |
| Amber C. Grider | 2949 Lone Pine Lane Naples, Florida 34119 |
| Karol M. Smith | 9120 The Lane Naples, Florida 34109 |

Directors of the Corporation shall be elected by the Directors in the manner determined by the Bylaws. Directors may be removed and vacancies of the Board of Directors shall be filled in the manner provided by the Bylaws.

ARTICLE V Officers

The affairs of the Corporation shall be administered by a President, a Vice-President, a Secretary and a Treasurer and such other Officers as may be designated from time to time by the Directors.

The names and addresses of the Officers who shall serve until their successors are elected or designated by the Board of Directors are as follows:

President

Craig D. Grider

Vice President/Treasurer

Amber C. Grider

Secretary

Karol M. Smith

ARTICLE VI Bylaws

The Bylaws of the Corporation shall be adopted by the Board of Directors and may be altered, amended or rescinded as provided therein; provided, however, that at no time shall the Bylaws conflict with these Articles of Incorporation or the Declaration.

ARTICLE VII Term

The term of the Corporation shall be perpetual.

ARTICLE VIII Incorporator

The name and address of the incorporator of these Articles of Incorporation is as follows:

Craig D. Grider 2949 Lone Pine Lane Naples, Florida 34119

ARTICLE IX Dissolution

Upon dissolution and upon payment or adequate discharge of all liabilities and obligations, the assets of the Corporation shall be distributed for one or more exempt purposes within the meaning of §501(c)(3) of the Internal Revenue Code, as amended, or shall be distributed to a State or the Federal government for a public purpose.

ARTICLE X Registered Office and Agent

The street address of the initial registered office of the Corporation is 2949 Lone Pine Lane, Naples, Florida 34119, and the name of the initial registered agent of the Corporation is Craig D. Grider.

Having been named as registered agent to accept service of process for the above stated corporation, at the place designated in the certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

By:

craig D. Grider, Registered Agent

IN WITNESS WHEREOF the undersigned person, named as incorporator, has hereunto set his hand and seal this first day of January, 2012. The undersigned, by executing and delivering these Articles, 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.

By:

raig D. Goder, Incorporator