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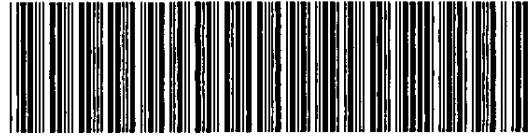
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

William D. Slicker, P.A.

Attorney At Law

4554 Central Avenue, Suite E
St. Petersburg, Florida 33711
Website: www.slickerlaw.com

Telephone: (727) 322-2795
Fax: (727) 322-2796
Email: slickerlaw@hotmail.com ✓

Thursday, March 08, 2012

Secretary of State
Division of Corporations
400 S Monroe St # Pl2
Tallahassee, FL 32399

Dear Sir or Madam:

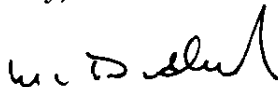
Enclosed are:

- (1) The original Friends of Bay Pines VA Inc. Articles of Incorporation,
- (2) A copy of those Articles of Incorporation,
- (3) A check in the amount of \$70.00 made payable to Secretary of State.

Please send me the Corporate ID number from your office.

Thank you.

Sincerely,



William D. Slicker, Esquire

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
For
FRIENDS OF BAY PINES VA INC.

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TALLAHASSEE, FLORIDA

ARTICLE I

Name of Corporation

The Name of this not-for-profit corporation shall be Friends of Bay Pines VA, Inc.

ARTICLE II

Principal Office

The principal office and mailing address of the corporation is located at 6205 N. Thatcher Avenue, Tampa, Florida 33614.

ARTICLE III

Purposes

The corporation shall be organized as a not-for-profit corporation under Chapter 617, Florida Statutes, incorporated on a non-stock basis. The corporation is to be formed exclusively for charitable, educational, and scientific purposes within the provisions of any further United States Internal Revenue law. Specifically, the corporation is dedicated to assisting the families of veterans requiring health care. In furtherance of these purposes, the corporation may engage in any lawful act or activity for which corporations may be organized under the Florida Not-For-Profit Corporation Act.

ARTICLE IV

Duration

The Corporation shall have perpetual duration.

ARTICLE V

Powers

This corporation shall have all of the corporate powers enumerated as it may be amended from time to time and set forth in Chapter 617 of the Florida Statutes provided, however, that none of the powers granted to this corporation shall be used in

any manner whatsoever in contravention of the purpose or purposes for which the corporation has been formed as set in Article III.

ARTICLE VI

Prohibited Acts

This corporation shall operate exclusively for charitable, educational, and scientific purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, in the course of which operation:

A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, trustees, 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 purposes set forth herein.

B. No substantial part 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 distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

C. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) (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 VII

Dissolution

The corporation may be dissolved with the assent given in writing and signed by not less than two thirds (2/3) of the voting membership. Upon dissolution of the corporation, other than incident to a merger or consolidation, the Board of Directions, after paying or making provisions for the payment of all the liabilities of the corporation, assents shall be distributed for one or more exempt purposes within the meaning of

section 501 (c) (3) and section 170 (c) (2) of the Internal Revenue Code (of the corresponding provisions of any future Internal Revenue 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 said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII

Board of Directors

The management of the affairs of this corporation is vested in its Board of Directors which shall consist of not less than (3) members. All members of the Board shall be elected or appointed in the manner and for the terms prescribed in the Bylaws of the corporation, and shall hold office until their respective successors are duly elected or appointed.

The Board of Directors, as its annual meeting, shall elect a President, Vice President, Secretary and a Treasurer, and such other officers and directors as may, in the opinion of the Board, from time to time be necessary to adequately administer the affairs of the corporation, such officers to hold office at the pleasure of the Board or until their successors are duly elected and qualified. The officers of the corporation shall have such duties as may be specified by the Board or by the Bylaws of this corporation.

ARTICLE IX

Initial Board of Directors

The initial Board of Directors shall be comprised of the following individuals, each of whom is to hold office until the first election to be held under the provision of the Articles of the provisions of the Bylaws:

Julio Marquez _____, Director
6205 N. Thatcher Ave
Tampa, Fl 33614

Robert Kowalski, M.D. _____, Director
810 Grove Park Avenue
Tampa, Fl 33609

Paula Blanda _____, Director
5500 Central Avenue

St. Petersburg, Fl 33711

ARTICLE X

Bylaws

The Bylaws of the corporation shall be adopted by the initial Board of Directors, as constituted under Article IX above, at the organizational meeting of the Board, and said Bylaws may thereafter be amended, by the affirmative vote of at least two thirds (2/3) of the Board of Directors present and voting.

ARTICLE XI

Amendment of Articles of Incorporation

These Articles of Incorporation may be amended by the affirmative vote of at least two thirds (2/3) of the Board of Directors of this corporation, present and voting, at any meeting of the Board of Directors called specifically for that purpose.

ARTICLE XII

Registered Agent

The name of the initial registered agent of this corporation is William D. Slicker, 4554 Central Avenue, Suite E, St. Petersburg, Florida 33711.

ARTICLE XIII

Indemnification

The Corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

ARTICLE XIV

Incorporator

The name and address of the incorporator is:

Julio Marquez
6205 N. Thatcher Avenue
Tampa, FL 33614

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 8th day of March, 2012.

Julio A. Marquez (SEAL)
Julio Marquez

In the Presence Of: Amanda E. Howland
William D. Slicker

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

ACKNOWLEDGMENT:

Having been named to accept the service of process for Friends of Bay Pines VA, Inc., at the place designated in this Certificate, I hereby accept and agree to act in said capacity and agree to comply with the provisions of the Florida Corporation Act relative to keeping my office at 4554 Central Avenue, Suite E, St Petersburg, Florida 33711 open during the days and times required for service of process.

William D. Slicker
William D. Slicker

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