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## To:

Division of Corporations  
Fax Number : (850) 617-6381

## From:

Account Name : H. BART FLEET  
Account Number : I20020000170  
Phone : (850) 651-4006  
Fax Number : (850) 651-5006

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

Email Address: bart@fleetspencer.com

**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**The Scott Family Charitable Foundation, Inc.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
THE SCOTT FAMILY CHARITABLE FOUNDATION, INC.**

We, the undersigned residents of the State of Florida, being twenty-one (21) years or more of age, do hereby associate ourselves together for the purpose of forming a nonprofit corporation under the statutes of the State of Florida.

**ARTICLE ONE**

**NAME AND LOCATION**

The name of the corporation shall be THE SCOTT FAMILY CHARITABLE FOUNDATION, INC., Inc., and its location shall be 4635 Gulfstarr Drive, Suite 300, Destin, Florida 32541.

**ARTICLE TWO**

**PURPOSE**

Said organization is organized to engage in any lawful act or activity for which corporations may be organized under Chapter 617 of the Florida Statutes. Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including but not limited to, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code (or such corresponding section of any future federal tax code as hereinafter referred to as the "Code"), the making of distributions to educational institutions described in Section 170(b)(1)(A) of the Code for educational scholarships and research grants, and the making of direct distributions to individuals for educational scholarships and research grants.

**ARTICLE THREE**

**PROHIBITED ACTS**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the

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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 in ARTICLE TWO. No substantial part of the activities of the corporation shall be 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 any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any activities not permitted to be carried on by a corporation exempt for Federal income tax under Section 501(c)(3) of the Code or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

#### ARTICLE FOUR

##### STOCK

The corporation shall be a non-stock corporation, and no dividends or pecuniary profits shall be declared or paid to the members thereof.

#### ARTICLE FIVE

##### BOARD OF TRUSTEES

The number of trustees, constituting the initial board of trustees of the corporation is four (4), and the names and addresses of the persons who are to serve as initial directors are as follows:

Beverly R. Scott  
P.O. Box 1320  
Destin, FL 32540

John L. Scott Jr.  
P.O. Box 1320  
Destin, FL 32540

H. French Brown, III  
P.O. Box 1896  
Fort Walton Beach, FL 32549

Larry Reeder  
4635 Gulfstarr Drive, Suite 300  
Destin, FL 32541

Members of the Board of Trustees shall be elected and hold office in accordance with the By-Laws.

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## **ARTICLE SIX**

### **GENERAL OFFICERS**

The general officers of the corporation shall be the president, vice-president, secretary, and treasurer. The By-Laws shall provide the qualifications to hold office, the duties of each office and the duration of each officer's term.

## **ARTICLE SEVEN**

### **DISTRIBUTION OF ASSETS UPON DISSOLUTION**

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court having jurisdiction in the county where the principal office of the organization 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 EIGHT**

### **INCORPORATOR**

The incorporator is H. Bart Fleet, of 1283 N. Eglin Parkway, Suite A, Shalimar, Florida 32579.

## **ARTICLE NINE**


### **REGISTERED AGENT**

The registered agent is H. Bart Fleet, of 1283 N. Eglin Parkway, Suite A, Shalimar, Florida 32579.

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IN WITNESS WHEREOF, the undersigned incorporator does hereby execute these Articles of Incorporation on March 27, 2012.

  
Incorporator

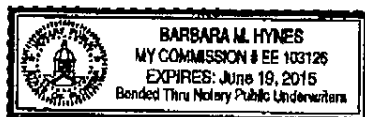
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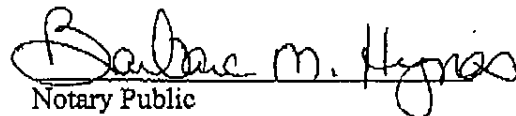
**ACKNOWLEDGEMENT**

**STATE OF FLORIDA**

**COUNTY OF OKALOOSA**

Before me, the undersigned officer, personally appeared the above signed H. Bart Fleet, Incorporator, for the purpose of lawfully executing these Articles of Incorporation.

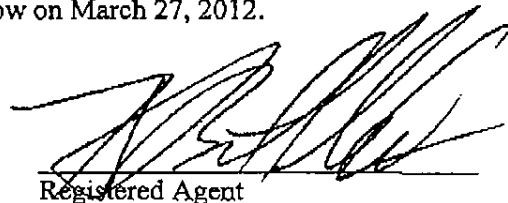


  
Notary Public

My Commission Expires:

**ACCEPTANCE BY THE REGISTERED AGENT**

I, H. BART FLEET, hereby accept appointment as registered agent for the corporation, and acknowledge my acceptance with my signature below on March 27, 2012.

  
Registered Agent

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