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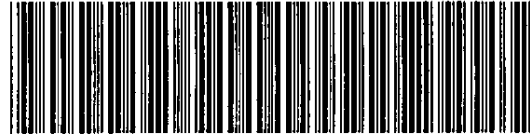
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COVER LETTER

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

SUBJECT: Brielle's Brigade, Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50 + \$3.00 = \$90.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Derrick Warren

Name (Printed or typed)

16266 Bristol Lake Circle

Address

Orlando, Florida 32828

City, State & Zip

407-608-8057

Daytime Telephone number

dwarren89@comcast.net

E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

OF

BRIELLE'S BRIGADE, INC. (a nonprofit corporation)

For the purpose of forming a nonprofit corporation in compliance with Chapter 617, Florida Statutes (Florida Not For Profit Corporation Act) and any act amendatory thereof, supplementary thereto or substituted therefor (hereinafter referred to as the "Act"), the undersigned incorporator does hereby sign, verify and adopt these Articles of Incorporation, and, upon the filing for record of these Articles of Incorporation with the Florida Department of State, Division of Corporations, the existence of a nonprofit corporation (hereinafter referred to as the "Foundation"), under the name set forth in Article I hereof, shall commence.

ARTICLE I.

NAME

- 1.1 The name of the Foundation shall be "Brielle's Brigade, Inc."

ARTICLE II.

PRINCIPAL PLACE OF BUSINESS

- 2.1 The Foundation's principal place of business shall be:

16266 Bristol Lake Circle
Orlando, Florida 32828

- 2.2 The Foundation's mailing address shall be:

16266 Bristol Lake Circle
Orlando, Florida 32828

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ARTICLE III.

PURPOSES AND POWERS

- 3.1 Subject to the limitations set out in paragraph 3.3 below, the purposes for which the Foundation is organized are:

(a) The Foundation is organized exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue law (the "Code") including, without limiting the generality of the foregoing, the following specific purposes: raising funds for and making grants for charitable purposes, focusing particularly in the area of medical research and care for children with Alexander's Disease.

(b) In connection with the foregoing activities, to solicit, accept, receive, manage and disburse contributions of property, including real property, and income therefrom, and to apply for, accept and expend grants in accordance with their requirements.

(c) To engage in any other charitable or educational activities, or any lawful act or activity for which a corporation may be organized under the Act, provided that such act or activity is one permitted by an organization exempt under Section 501(c)(3) of the Code and the regulations promulgated thereunder (the "Regulations").

3.2 Unless otherwise limited herein including, without limitation, Section 3.3 below, the Foundation shall have all the powers of a corporation formed pursuant to the Act, including, but not limited to:

(a) Have succession by its corporate name for the period set forth in its articles of incorporation.

(b) Sue and be sued and appear and defend in all actions and proceedings in its corporate name to the same extent as a natural person.

(c) Adopt, use, and alter a common corporate seal. However, such seal must always contain the words "corporation not for profit."

(d) Elect or appoint such officers and agents as its affairs shall require and allow them reasonable compensation.

(e) Adopt, change, amend, and repeal bylaws, not inconsistent with law or its articles of incorporation, for the administration of the affairs of the corporation and the exercise of its corporate powers.

(f) Increase, by a vote of its members cast as the bylaws may direct, the number of its directors so that the number shall not be less than three but may be any number in excess thereof.

(g) Make contracts and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other

obligations, and secure any of its obligations by mortgage and pledge of all or any of its property, franchises, or income.

(h) Conduct its affairs, carry on its operations, and have offices and exercise the powers granted by this act in any state, territory, district, or possession of the United States or any foreign country.

(i) Purchase, take, receive, lease, take by gift, devise, or bequest, or otherwise acquire, own, hold, improve, use, or otherwise deal in and with real or personal property, or any interest therein, wherever situated.

(j) Acquire, enjoy, utilize, and dispose of patents, copyrights, and trademarks and any licenses and other rights or interests thereunder or therein.

(k) Sell, convey, mortgage, pledge, lease, exchange, transfer, or otherwise dispose of all or any part of its property and assets.

(l) Purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of and otherwise use and deal in and with, shares and other interests in, or obligations of, other domestic or foreign corporations, whether for profit or not for profit, associations, partnerships, or individuals, or direct or indirect obligations of the United States, or of any other government, state, territory, governmental district, municipality, or of any instrumentality thereof.

(m) Lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds loaned or invested except as prohibited by s. 617.0833.

(n) Make donations for the public welfare or for religious, charitable, scientific, educational, or other similar purposes.

(o) Have and exercise all powers necessary or convenient to effect any or all of the purposes for which the corporation is organized.

(p) Merge with other corporations or other business entities, both for profit and not for profit, domestic and foreign, if the surviving corporation or other surviving business entity is a corporation not for profit or other business entity that has been organized as a not-for-profit entity under a governing statute or other applicable law that permits such a merger.

3.3 The Foundation shall be subject to the following restrictions and limitations, notwithstanding any other provisions of these Articles:

(a) The Foundation shall not carry on any activities not permitted to be carried on by an organization exempt under Section 501(c)(3) of the Code and the

Regulations, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Code and the Regulations as the same now exist or as they may be hereafter amended from time to time.

(b) No substantial part of the activities of the Foundation shall be carrying on propaganda, or otherwise attempting to influence legislation, and no activities of the Foundation shall be participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

(c) No part of the net earnings of the Foundation shall inure to the benefit of any private person, director, or officer of the Foundation, or any other private individual (except that reasonable compensation may be paid for services rendered to or for the Foundation affecting one or more of its purposes).

(d) If the Foundation should be classified as a private foundation within the meaning of Section 509 of the Code, the officers of the Foundation shall:

1. Distribute all income of the Foundation at such times and in such manner as not to subject the Foundation to tax under § 4942 of the Code.

2. Refrain from causing the Foundation to engage in any act of self dealing as defined in § 4941(d) of the Code.

3. Refrain from retaining any excess business holdings as defined in § 4943(c) of the Code in a manner that would subject the Foundation to tax under § 4943(a) of the Code.

4. Refrain from making any investments in such manner as to subject the Foundation to tax under § 4944 of the Code.

5. Refrain from making any taxable expenditures as defined in § 4945(d) of the Code.

3.4 Upon the liquidation or dissolution of the Foundation, whether voluntary or involuntary, no private person, director, or officer shall be entitled to any distribution or division of its remaining property or its proceeds, and the balance of all money and other property received by the Foundation from any source, after the payment of all debts and obligations of the Foundation, shall be used and distributed exclusively for purposes within those set forth in paragraph 3.1 of these Articles (as limited by the provisions of paragraph 3.2 of these Articles) and within the intentment of Section 501(c)(3) of the Code and the Regulations as the same now exist or as they may be hereafter amended from time to time.

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ARTICLE IV.

ELECTION OR APPOINTMENT OF DIRECTORS

4.1 Directors shall be elected or appointed in the manner provided for in the bylaws of the Foundation.

ARTICLE V.

INITIAL BOARD OF DIRECTORS

5.1 The number of directors constituting the initial Board of Directors shall be four (4).

5.2 The names, addresses and titles of the persons who are to serve as directors/officers until the first annual meeting of directors or until their successors are elected and qualify are:

<u>DIRECTOR/OFFICER</u>	<u>ADDRESS</u>
Nancy Bryant President	1030 Maple View Way Orlando, Florida 32828
Paul Bryant Vice President	1030 Maple View Way Orlando, Florida 32828
Frederick R. Cintron Director of Operations	14550 Clarkson Dr. Orlando, Florida 32828
Jaudon Marlette Asst. Director of Operations	13517 Kirby Smith Rd. Orlando, Florida 32832

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RECEIVED
FUNDATION FOR THE
FUTURE OF FLORIDA

ARTICLE VI.

REGISTERED OFFICE AND REGISTERED AGENT

6.1 The address and location of the initial registered office of the Foundation shall be:

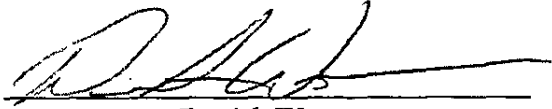
16266 Bristol Lake Circle
Orlando, Florida 32828

In the future, the registered office may be located at any other place within the State of Florida as the Board of Directors may designate from time to time. The registered office may be but need not be the same as its principal place of business.

6.2 The name of the initial registered agent is:

Derrick Warren

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


Derrick Warren

7/31/2012
Date

ARTICLE VII.

INCORPORATOR

7.1 The name and address of the incorporator is:

NAME

ADDRESS

Shannon K. Oldenburg

Maynard, Cooper & Gale, P.C.
RSA Battle House Tower
11 N. Water Street, Suite 27000
Mobile, Alabama 36602-5027

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ARTICLE VIII.

MEMBERS

8.1 The Foundation shall have no members or shareholders and shall not issue any shares of stock or certificates or any other evidence of membership; provided, however, that if at any time there are no directors of the Board of Directors, or if the Board of Directors has been unable to obtain a quorum during the immediately preceding twelve (12) month period, any remaining director(s), or if there are no directors, then the then current registered agent of the Foundation, shall, at such time and for the following purposes only, constitute the sole member of the Foundation and shall have the power (a) to remove any directors of the Board of Directors who have not attended a meeting of the Board of Directors during the immediately preceding twelve (12) month period, and (b) if there are no directors on the Board of Directors (even if such situation exists as the result of the registered agent's removal of directors), to appoint a director to the Board of Directors, which director shall then, pursuant to Section 617.0809 of the Act, appoint other directors to the Board of Directors as needed to conform with the Act, these Articles, and the bylaws of the Foundation.

ARTICLE IX.

INTERNAL AFFAIRS

The following provisions for the regulation of the business and for the conduct of the affairs of the Foundation and the directors thereof are hereby adopted:

9.1 The initial bylaws of the Foundation shall be adopted by the Board of Directors. The power to alter, amend or repeal the bylaws or adopt new bylaws shall be vested in the Board of Directors, except to the extent otherwise provided in the bylaws, which power may be exercised in the manner and to the extent provided in the bylaws. The bylaws may contain any provisions for the regulation and conduct of the affairs of the Foundation and the directors not inconsistent with the Act or these Articles of Incorporation.

9.2 All corporate powers and duties imposed on the Board of Directors by the Act, these Articles of Incorporation, or the bylaws of the Foundation, and the business and affairs of the Foundation (the "Powers and Duties"), shall be exercised by or under the authority of, and managed under the direction of, the Board of Directors; provided, however, that pursuant to Section 617.0801 of the Act, the Board of Directors may confer any Powers and Duties on such other person or persons as the Board of Directors determines in its sole discretion to be in the best interests of the Foundation. Directors shall be elected in the manner provided in the bylaws. The number of directors of the Foundation shall be fixed from time to time by the bylaws, or, in the absence of such a bylaw provision, the number of directors shall be four. The number of directors may be increased or decreased from time to time by amendment to the bylaws or in the manner provided for therein, provided that the Board of Directors shall consist of not less than three (3) directors, and that no decrease shall have the effect of shortening the term of any incumbent director. The term of each director in office shall be fixed from time to time by the bylaws, or in the absence of such a bylaw provision, the term of each director shall be one (1) year and until his or her successor shall have been elected and qualified.

9.3 Any contract or other transaction that is fair and reasonable to the Foundation and is in furtherance of the Foundation's exempt purpose, between the Foundation and one or more of its directors, or between the Foundation and any corporation, partnership or other entity of which one or more of its directors are shareholders, directors, officers, partners, members or employees, or in which they are financially interested, shall be valid for all purposes, notwithstanding the presence of the director or directors at the meeting of the Board of Directors of the Foundation or any committee thereof that acts upon, or in reference to, the contract or transaction, if either the fact of such interest shall be disclosed or known to the Board of Directors or such committee, as the case may be, and the Board of Directors or such committee shall, nevertheless, authorize or ratify the contract or transaction. The interested director or directors shall not be counted in determining whether a quorum is present and shall not be entitled to vote on such authorization or ratification. This paragraph shall not be construed to invalidate any contract or other transaction that would otherwise be valid under the common and statutory law applicable to it. Each and every person who may become a director of the Foundation is hereby relieved from any liability that might otherwise arise by reason of his or her contracting with the Foundation for the benefit of himself or herself or any corporation, partnership or other entity in which he or she may be in any way interested.

9.4 In amplification and not in limitation of the provisions of applicable law:

(a) Pursuant to §§ 607.0831 and 617.0834, and the Florida Volunteer Protection Act, § 768.1355, Fla. Stat. (2012), as amended, and the Volunteer Protection Act of 1997, 42 U.S.C. § 14501 *et seq.*, as amended, all non-compensated directors, trustees, members of governing bodies, officers and other eligible volunteers of the Foundation shall be immune from suit and shall not be subject to civil liability arising from the conduct of the affairs of the Foundation except when the act or omission of such person that gives rise to the cause of action constitutes: (1) a violation of the criminal law, unless the officer or director had reasonable cause to believe his or her conduct was lawful or had no reasonable cause to believe his or her conduct was unlawful; (2) a transaction from which the officer or director derived an improper personal benefit, directly or indirectly; (3) recklessness or an act or omission that was committed in bad faith or with malicious purpose or in a manner exhibiting wanton and willful disregard of human rights, safety, or property.

(b) The Foundation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed claim, action, suit or proceeding, whether civil, criminal, administrative or investigative, including appeals (other than an action by or in the right of the Foundation), by reason of the fact that he or she is or was a director, officer, employee or agent of the Foundation, or is or was serving at the request of the Foundation as a director, officer, partner, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him or her in connection with such claim, action, suit or proceeding, unless he or she acted intentionally or willfully against the best interests of the Foundation. The termination of any claim, action, suit or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person acted intentionally or willfully in a manner that was opposed to the best interests of the Foundation.

(c) The Foundation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed claim, action or suit by or in the right of the Foundation to procure a judgment in its favor by reason of the fact that he or she is or was a director, officer, employee or agent of the Foundation, or is or was serving at the request of the Foundation as a director, officer, partner, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against expenses (including attorneys' fees) actually and reasonably incurred by him or her in connection with the defense or settlement of such action or suit if he or she acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of the Foundation and except that no indemnification shall be made with respect to any claim, issue or matter as to which such person shall have been adjudged to be liable for intentional or willful misconduct in the performance of his or her duty to the Foundation unless

and only to the extent that the court in which such action or suit was brought shall determine upon application that, despite the adjudication of liability but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses which such court shall deem proper.

(d) Any indemnification under subsections (b) and (c) (unless ordered by a court) shall be made by the Foundation only as authorized in the specific case upon a determination that indemnification of the director, officer, employee or agent is proper in the circumstances because he or she has met the applicable standard of conduct set forth in subsections (b) and (c). Such determination shall be made (1) by the Board of Directors by a majority vote of the directors who were not parties to, or who have been wholly successful on the merits or otherwise with respect to, such claim, action, suit or proceeding, or (2) if a majority of disinterested directors so directs, by independent legal counsel in a written opinion.

(e) Expenses (including attorneys' fees) incurred in defending a civil or criminal claim, action, suit or proceeding may be paid by the Foundation in advance of the final disposition of such claim, action, suit or proceeding upon receipt of an undertaking by or on behalf of the director, officer, employee or agent to repay such amount if and to the extent that it shall ultimately be determined that he or she is not entitled to be indemnified by the Foundation as authorized in this Section. Such undertaking shall be an unlimited, unsecured general obligation of the officer of the Foundation and shall be accepted without reference to his ability to make repayment.

(f) The indemnification authorized by this Section shall not be deemed exclusive of and shall be in addition to any other rights to which those indemnified may be entitled under any statute, rule of law, provision of articles of incorporation, bylaws, agreement, vote of disinterested directors or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such a person. No amendment, modification, or repeal of this Section shall diminish the right to indemnification with respect to any claim, cause, or matter in any then pending or subsequent proceeding that is based in any material respect on any alleged action or failure to act prior to such amendment, modification or repeal.

(g) The Foundation shall have power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Foundation, or is or was serving at the request of the Foundation as a director, officer, partner, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against any liability asserted against him or her and incurred by him or her in any such capacity or arising out of his or her status as such, whether or not the Foundation would have the power to indemnify him or her against such liability under the provisions of this Section.

9.5 The Foundation reserves the right from time to time to amend, alter or repeal each and every provision contained in these articles of incorporation, or to add one or more additional provisions, upon a vote of a majority of the directors in office.

ARTICLE X.

EFFECTIVE DATE

10.1 The effective date of the Foundation shall be August 1, 2012.

ARTICLE XI.

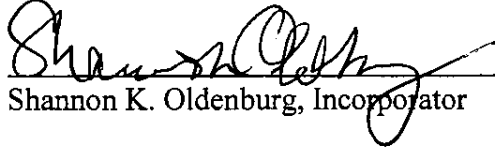
PERIOD OF DURATION

11.1 The duration of the Foundation shall be perpetual.

(signature page follows)

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IN TESTIMONY WHEREOF, witness the hand and seal of the undersigned incorporator on this the 1st day of August, 2012.



Shannon K. Oldenburg, Incorporator

STATE OF ALABAMA)

MOBILE COUNTY)

Before me, the undersigned Notary Public in and for said County in said State, on this day personally appeared Shannon K. Oldenburg, whose name is signed to the foregoing Articles of Incorporation of Brielle's Brigade, Inc., and being duly sworn and deposed has said that the matters and statements contained in said Articles of Incorporation are true and correct to the best of her knowledge, information and belief.

Given under my hand and official seal, this 1st day of August, 2012.


Notary Public
My Commission Expires: 4/12/2015

This instrument prepared by:

Shannon K. Oldenburg
Maynard, Cooper & Gale, P.C.
RSA Battle House Tower
11 N. Water Street, Suite 27000
Mobile, Alabama 36602-5027

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