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TALLAHASSEE, FL

[Handwritten signature]

T. Burch JUN 6 2013

Derek M. Fournier.

5008 Sylvan Oaks Drive
Valrico, FL 33596

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

May 25, 2013

Re: What the Buc Foundation, Inc.

Dear Clerk:

Enclosed please find the Articles of Incorporation for a Not for Profit Corporation and a check for \$ 78.75 made payable to the Florida Dept. of State. That fee represents:

Filing Fees	\$ 35.00
Registered Agent Designation	\$ 35.00
*Certified Copy (optional)	\$ 8.75
TOTAL	\$ 78.75

Thank you for your courtesy and cooperation.

Sincerely,

A handwritten signature in black ink, appearing to be 'Derek M. Fournier', with a long horizontal flourish extending to the right.

Derek M. Fournier

Enclosure

**ARTICLES OF INCORPORATION
OF
WHAT THE BUC REALLY MATTERS FOUNDATION, INC.**

The undersigned, being of legal age and competent to contract, for the purpose of organizing a not for profit corporation pursuant to the laws of the State of Florida, do hereby adopt the following Articles of Incorporation, and do hereby agree and certify as follows:

**ARTICLE I
NAME**

The name of this Corporation shall be: **WHAT THE BUC REALLY MATTERS FOUNDATION, INC.**

**ARTICLE II
COMMENCEMENT OF CORPORATE EXISTENCE**

This Corporation shall commence corporate existence upon the filing of these Articles of Incorporation, and shall have perpetual existence unless sooner dissolved according to law.

**ARTICLE III
PURPOSES AND GENERAL POWERS**

(1) The general purpose of this Corporation will be the transaction of any and all lawful business, including the provision of educational, charitable, medical, financial and all other philanthropic support services and assistance to those in need within the local Tampa Bay, Florida community and throughout the Nation. The Corporation is also dedicated to educating and raising public awareness of those in need both within our community and around the Nation.

(2) Our charitable efforts grew out of our community support for the Tampa Bay Buccaneers Football franchise which organized around the name voluntary associational name of "What the Buc?" We formed a voluntary association of fans to support our beloved football team. We soon wanted Tampa Bay Buccaneers fans to know that there was more to the Buccaneers' organization than football games, tailgate parties, memorabilia and players' autographs. Our franchise is rich with players, past and present, who are deeply involved in charitable work. We determined that expanding that charitable outreach was integral to expanding the knowledge of the Tampa Bay Buccaneers Identity.

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TALLAHASSEE, FL
SECRETARY OF STATE

(3) Charities, like football teams, require "hands" for their work. That means men and women who are willing to lend their own resources to accomplish the charitable ends. We found strength in numbers and discovered our wider obligation to care for those in need. We believe that no matter the particular economic situation of an individual, everyone can offer hands to care, for those in need and that the use of a charitable organization to do so is the most appropriate vehicle.

(4) What the Buc Foundation organizes sets of hands to feed the hungry over the holidays, sends goodies to the troops overseas, packages food for Africa, lends our voice to efforts to end pediatric cancer, helps with the battle against domestic violence, raises money for medical research and provides toys for children, among other charitable endeavors.

(5) Though our community originally came together around our support for the Tampa Bay Buccaneers Football Team, we discovered our capacity to work together to assist those in need by helping to provide food, shelter, medical care and all the supportive services and necessities. We learned the strength that we have together as a team and decided to offer it beyond ourselves to those in need.

(6) Through utilizing social media we sponsor events which respond to the many cries for help in our extended Tampa Bay community and around the Nation. The need continues to grow and so we have formed What the Buc Really Matters Foundation, Inc as our charitable team off the field.

(7) The Corporation is organized as a non-profit educational, charitable and public benefit corporation. The corporation is organized exclusively for religious, charitable, educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

(8) This Corporation shall have all of the powers enumerated in the Florida Not For Profit Corporation Act, as the same now exists and as hereafter amended, and all such other powers as are permitted by applicable law, including, without limitation and only by illustration, the following:

(a) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced provided; however, such seal shall always contain the words "corporation not for profit."

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

(c) To sell, convey, mortgage, pledge, create security interests in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.

(d) To 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 so loaned or invested.

(e) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise sell and deal in and with, shares or 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, or municipality or of any instrumentality thereof.

(f) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as its Board of Directors may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.

(g) To enter into, make, receive assignments of, grant assignments of, and perform contracts of every nature and kind for any lawful purpose.

(h) To conduct its business, carry on its operations, and have offices and exercise the powers granted by the Florida Not for Profit Corporation Act or by other applicable law within or without the State of Florida.

(i) To elect or appoint officers and agents and define their duties and allow them reasonable compensation.

(j) To make and alter bylaws, not inconsistent with its Articles of Incorporation or with the laws of the State of Florida, for the administration and regulation of its affairs.

(k) To promote, by all proper and legitimate agencies and means, education and educational institutions generally, and any and all charitable, religious, scientific and educational movements, purposes or causes; to make gifts and donations for the public welfare or for charitable, religious, scientific, educational purposes or other similar purposes.

(l) To dedicate to the public or to any governmental entity whatsoever for any public or other purpose any of its real or personal property or any interest therein.

(m) To transact any lawful business which its Board of Directors shall find will be in aid of governmental policy.

(n) To have and exercise all powers necessary or convenient to effect its general purpose.

(9) This Corporation is organized exclusively for charitable, religious, educational, and literary

purposes, including, for such purposes, the making of distributions of organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

(a) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay all reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in this Article. 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 any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE IV **MEMBERSHIP**

The members of this not for profit corporation, if any, shall be qualified and admitted as set forth in the Bylaws of this Corporation.

ARTICLE V **INITIAL REGISTERED OFFICE AND AGENT**

The initial registered office of this Corporation shall be located at 5008 Sylvan Oaks Drive, Valrico, Florida 33596 and the initial registered agent of the Corporation at that address shall be Derek M. Fournier. The Corporation may change its registered agent or the location of its registered office, or both, from time to time without amendment of these Articles of Incorporation.

ARTICLE VI **INITIAL BOARD OF DIRECTORS**

This Corporation shall have at least four (4) directors. The number of directors may be either increased or diminished from time to time as provided in the Bylaws. Directors may be removed without cause by a majority vote of the Board.

ARTICLE VII
INCORPORATOR(S)

The name and street address of the person signing these Articles as Incorporator is Derek M. Fournier, 5008 Sylvan Oaks Drive, Valrico, Florida 33596.

ARTICLE VIII
BYLAWS

Except as otherwise provided by law, the power to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors.

ARTICLE IX
INDEMNIFICATION

In addition to any rights and duties under applicable law, the Corporation shall indemnify and hold harmless all of its directors, officers, employees and agents, and former directors, officers, employees and agents from and against all liabilities and obligations, including attorneys' fees, incurred in connection with any actions taken or failed to be taken by said directors, officers, employees and agents in their capacity as such except for willful misconduct or gross negligence.

ARTICLE X
AMENDMENTS

This Corporation reserves the right to amend or repeal these Articles of Incorporation, or any amendment hereto, and any right conferred upon the members is subject to this reservation.

ARTICLE XI
DISSOLUTION

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, distribute all of the remaining assets of the corporation to another organization carrying on similar work which is exempt from federal income tax as an organization described in Section 501(c)(3) of the Internal Revenue Code, the Board of Directors shall dispose of all of the remaining assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational,

religious or literary purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of the city or 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 XII
HEADINGS AND CAPTIONS

The headings or captions of these various Articles are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various Articles shall not be influenced by any of said headings or captions.

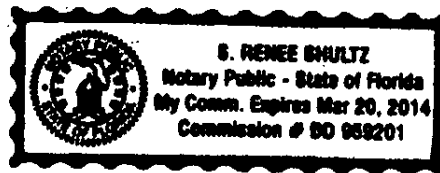
IN WITNESS WHEREOF, the undersigned, being the incorporator hereinbefore named, for the purpose of forming a not for profit corporation pursuant to the laws of the State of Florida to do business both within and without the State of Florida, hereby make and file these Articles of Incorporation declaring and certifying that the facts stated herein are true, and hereby subscribe(s) thereto and hereunto set(s) their hand(s) and seal(s) this May 30th, 2013

_____(SEAL)

STATE OF FLORIDA

ss:

COUNTY OF ~~ORANGE~~
POLK



BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Derek M. Fournier known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this May 30th, 2013

S. Renee Shultz
NOTARY PUBLIC

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF PROCESS
WITHIN FLORIDA AND REGISTERED AGENT UPON WHOM PROCESS MAY BE
SERVED

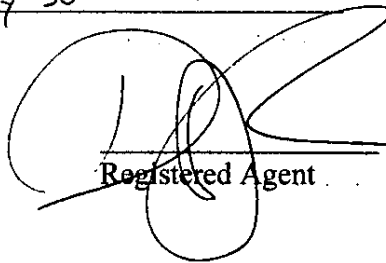
In compliance with Section 48.091, Florida Statutes, the following is submitted:

WHAT THE BUC REALLY MATTERS FOUNDATION, INC., desiring to organize as a not for profit corporation pursuant to the laws of the State of Florida with its registered office and principal place of business at 5008 Sylvan Oaks Drive, Valrico, Florida 33596 has named and designated Derek M. Fournier, as its Registered Agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-named not for profit corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties as Registered Agent.

DATED this May 30th 2013


Registered Agent

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STATE OF FLORIDA
TALLAHASSEE