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*Amended &
Restated*
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FILED
2014 JAN 29 PM 2:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*NOOR
2/4/14*

JOHN A. PANYKO
BOARD CERTIFIED TAX ATTORNEY

PHONE (850) 438-7272

FACSIMILE (850) 438-7224

January 27, 2013

Florida Secretary of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, Florida
32314

Ladies and Gentlemen:

Enclosed please find two (2) original copies of the Amended and Restated Articles of Incorporation for Flying High with Autism Foundation, Inc.

Enclosed please also find a check no. 1004 in the amount of \$43.75 made payable to your office in payment of the filing fee and for the return of a certified copy of the filed document to our office.

If you should have any questions or comments regarding this matter, please do not hesitate to contact me directly at your convenience.

Sincerely,


John A. Panyko
For the Firm

Enclosures

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
FLYING HIGH WITH AUTISM FOUNDATION, INC.

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TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this corporation is Flying High With Autism Foundation, Inc. The address of the principal office of the corporation is 8730 Chisholm Road, Pensacola, FL 32514, and its mailing address is the same.

ARTICLE II

CORPORATE NATURE

This is a nonprofit corporation, organized solely for general educational and charitable purposes pursuant to the Florida Corporations Not For Profit Law set forth in Chapter 617 of the Florida Statutes.

ARTICLE III

DURATION

The term of existence of the corporation is perpetual upon the filing of these Articles with the Florida Secretary of State.

ARTICLE IV

GENERAL AND SPECIFIC PURPOSES

The specific and primary purposes for which this corporation is formed are:

A. For the funding and endowment of charitable community services and personal and community educational programs which assist the autistic children, their parents and guardians with support services, counseling, educational promotions and other assistance so they can develop normal, healthy and productive lives.

B. To provide the necessary resources to enable individuals dealing with autism and Asperger's syndrome to achieve productive and fulfilling lives through therapy, counseling and training of those individuals, their families, associates, co-workers and the public at large.

C. To provide funds which are not provided from public sources for use in furtherance of the goals, purposes and welfare of the autistic children.

D. For the receipt of local, state and federal grants and financial assistance given to provide services and programs for autistic children and their parents and guardians and administer such funds as required.

E. To assist existing Section 501(c)(3) organizations relating to the general welfare of the autistic children and other local qualifying organizations which provide charitable and educational benefit to greater Pensacola area autistic children.

F. To operate exclusively in any manner for such charitable and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the

distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended, including private foundations and private operating foundations.

ARTICLE V

MANAGEMENT AND CORPORATE AFFAIRS

The affairs of the Foundation shall be governed by a Board of Trustees. The number of Trustees, qualifications, terms of office, and manner of election shall be fixed in the Bylaws of the Foundation.

ARTICLE VI

EARNINGS AND ACTIVITIES OF CORPORATION

A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, 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 in Article IV hereof.

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 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)

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 provisions of any future United States Internal Revenue Law).

ARTICLE VII

DISTRIBUTION OF ASSETS

Upon dissolution of the corporation, the Board of Trustees shall, after paying or making provisions for the payment of all the liabilities of the corporation, dispose of all of the 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 and educational purposes as shall at any time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any United States Internal Revenue Law), as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII
INCORPORATOR

The name of the Incorporator of this corporation is ANITA A. LESKO and his address is 8730 Chisholm Road, Pensacola, Florida 32514.

ARTICLE IX
DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to educational and charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any trustee, officer or member thereof, or the benefit of any private individual.

ARTICLE X
REGISTERED AGENT AND OFFICE

The address of the corporation's registered office shall be 8730 Chisholm Road, Pensacola, Florida 32514, and the name of the registered agent at said address shall be ANITA A. LESKO.

ARTICLE XI
AMENDMENT OF ARTICLES

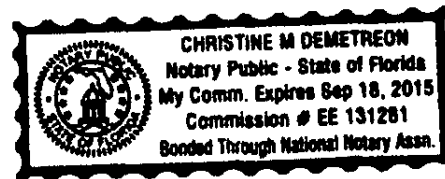
Amendment to these Articles of Incorporation may occur by an amendment approved by the Board of Trustees.

The undersigned, being the Incorporator of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida,

has executed these Articles of Incorporation, this 14 day of January, 2014.

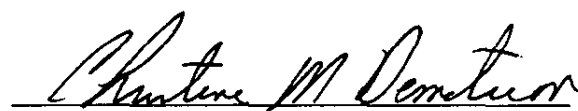

ANITA A. LESKO

STATE OF FLORIDA)
)
COUNTY OF ESCAMBIA)



BEFORE ME, the undersigned authority, personally appeared ANITA A. LESKO to me known to be the person who executed the foregoing Articles of Incorporation and she acknowledged to and before me that they executed such instrument.


IN WITNESS WHEREOF, I have hereunto set my hand and seal this 14 day of January, 2014.


NOTARY PUBLIC, State of Florida

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, ANITA A. LESKO, am familiar with and hereby accept the appointment as Registered Agent for FLYING HIGH WITH AUTISM FOUNDATION, INC. as set forth in its Articles of Incorporation being filed simultaneously herewith.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed
my seal this 24 day of January 2014.


ANITA A. LESKO

These amended and restated articles were adopted by the directors on January 24, 2014. There are no members.