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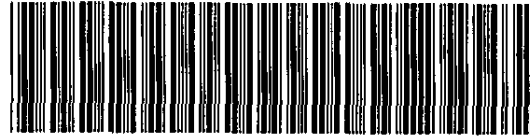
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10/01/13

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September 25, 2013

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: The McQuaid Cares Foundation, Inc.

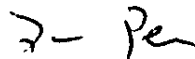
Dear Sir:

Enclosed herewith, for filing, is the original and one copy of the Articles of Incorporation for the above named not for profit corporation, together with a check to your order in the sum of \$78.75 representing the filing fee.

Please process the enclosed Articles and return the stamped copy of the Articles, with the Certificate of Incorporation, to the undersigned in the envelope provided.

Thank you for your attention to this matter.

Sincerely,



Daniel D. Peck

DDP/mp
Enclosures

cc: Tiffany McQuaid

ARTICLES OF INCORPORATION
OF
THE McQUAID CARES FOUNDATION, INC.

ARTICLE I

NAME AND ADDRESS

The name of this corporation is THE McQUAID CARES FOUNDATION, INC. and its principal address is 464 Bayfront Place, Naples, Florida 34102 and its mailing address is 464 Bayfront Place, Naples, Florida 34102.

ARTICLE II

DURATION

This corporation shall exist perpetually commencing on the date of execution of these Articles of Incorporation.

ARTICLE III

PURPOSE

This corporation is organized exclusively for charitable purposes under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, and for such purposes, to raise funds on an ongoing basis to distribute to charities in Lee and Collier County, Florida and to eventually raise funds to donate toward building of an amphitheater in the City of Naples for concerts and plays. 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 herein.

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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.

The corporation shall require its income for each taxable year to be distributed at such times and such manner so as not to subject the corporation to tax under section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

The corporation shall not engage in any act of self-dealing, shall not retain any excess business holdings, or make any investments in a manner that jeopardizes its charitable purpose or subjects the corporation to excise tax under sections 4941(d), 4942, 4943(c), 4944 and 4945(d) of the Internal Revenue Code and shall not make any taxable expenditures as such acts are defined in sections 4941 through 4945 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Notwithstanding any other provision of these articles, the corporation shall not carry on any 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, 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 IV

CAPITAL STOCK

The corporation shall have no capital stock.

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ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 5801 Pelican Bay Boulevard, Suite 103, Naples, Florida 34108-2709 and the name of the initial registered agent of this corporation at that address is DANIEL D. PECK.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have six directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

TIFFANY McQUAID, 464 Bayfront Place, Naples, Florida 34102;

MARIA ASTEBERG, 464 Bayfront Place, Naples, Florida 34102;

ADAM BROWN, 464 Bayfront Place, Naples, Florida 34102;

NICHOLAS JANKOWSKI, 464 Bayfront Place, Naples, Florida 34102;

HELEN CONSTANTINE, 464 Bayfront Place, Naples, Florida 34102;

CARLA COSTA, 464 Bayfront Place, Naples, Florida 34102.

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ARTICLE VII

INCORPORATOR

The names and addresses of the person signing these Articles is: TIFFANY McQUAID, 464 Bayfront Place, Naples, Florida 34102.

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TALLAHASSEE, FLORIDA

ARTICLE VIII

BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the members.

ARTICLE IX

MEMBER QUORUM

Fifty-one percent of the members, represented in person or by proxy, shall constitute a quorum at a meeting of the members.

ARTICLE X

NO REMOVAL OF DIRECTORS

The members of this corporation are not entitled to remove any director from office during his or her term without cause.

ARTICLE XI

INDEMNIFICATION

The corporation shall indemnify any director, or any former director, to the full extent permitted by law against all expenses, costs, damages and attorneys' fees reasonably incurred for any action or inaction in connection with the corporation except for a criminal act, gross negligence or willful misconduct. A director shall not be liable to the corporation for any loss or damage sustained by it for any action taken or omitted by him if he in good faith exercised the care of a prudent man, in good faith acted or failed to act based upon advice of counsel for the corporation or on the books and records of the corporation, or followed what he believed to be sound accounting and business practice.

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ARTICLE XII

DISSOLUTION

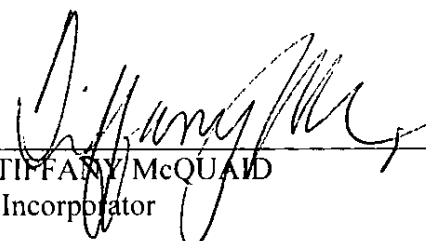
Upon the dissolution of this corporation, assets shall be distributed ~~to~~ one or more tax exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or the funds shall be distributed to the federal government, 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 tax exempt purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such tax exempt purposes.

ARTICLE XIII

AMENDMENT

This corporation reserves the right to amend or repeal any provisions (except provisions which are required for non-profit tax exempt status) contained in these Articles of Incorporation, or any amendment to them by a two-thirds vote of the members.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 25 day of September, 2013.



TIFFANY McQUAID L.S.
Incorporator

STATE OF FLORIDA
COUNTY OF COLLIER

Before me, a notary public authorized to take acknowledgments in the State and County set forth above, appeared Tiffany McQuaid personally known to me to be the person who executed these Articles of Incorporation, and she acknowledged before me that as her free act she executed these Articles of Incorporation and did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 25 day of September, 2013.

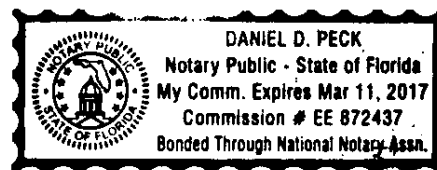
Daniel D. Peck
Notary Public

My Commission Expires:

I, DANIEL D. PECK, agree to serve as resident agent and accept service for THE McQUAID CARES FOUNDATION, INC., at its registered office and am familiar with and agree to comply with the provisions of Sections 48.091 and 607.0505 of the Florida Statutes in keeping said office open.

Dated this 25 day of September, 2013.

Daniel D. Peck
DANIEL D. PECK



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CLERK OF STATE
TALLAHASSEE, FLORIDA