

COVER LETTER

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

SUBJECT: Christopher A. Palmerton Jr. Foundation, 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
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Seamus Smith
Name (Printed or typed)

3400 College Blvd.
Address

Leawood, KS 66211
City, State & Zip

913-327-9455
Daytime Telephone number

cpalmerton@palmertoncapital.com
E-mail address: (to be used for future annual report notification)

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



Mallouk Law Firm, P.A.

PETER A. MALLOUK, JD, MBA, CFP®
SEAMUS PATRICK SMITH, JD, LLM
J. JOSEPH MORRIS, JD, MA
ERIC M. WORSTER, JD, LLM
CHRIS HAWKINS, JD
MARCEDA M. STARKS, JD, LLM
JOSHUA L. WISEMAN, JD
JUSTIN B. VISE, CPA
CANDACE VARNER, CPA
ANNA G. SANDALL, JD, LLM

December 31, 2013

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32312

RE: Articles of Incorporation

To whom it may concern,

Please accept this letter as instruction to file the enclosed Articles of Incorporation for Christopher A. Palmerton Jr. Foundation, Inc. Enclosed is a check for \$70.00 made payable to "Department of State" to cover the filing fee.

Please use the included envelope for further correspondence. If there are any questions, please contact Chris Hawkins at (913) 754-1374 or hawkins@thinkingbeyond.com.

Sincerely,

A handwritten signature in black ink, appearing to read "Anna Manning".

Anna Manning, Legal Assistant
On behalf of Chris Hawkins, Attorney

CH/am
Encl

Thinking Beyond...

3400 College Boulevard • Leawood, KS 66211
913-327-9455 • Fax 913-754-1363
www.willandtrustcenter.com wtc@thinkingbeyond.com

ARTICLES OF INCORPORATION

CHRISTOPHER A. PALMERTON JR. FOUNDATION, INC.

The undersigned individual, for the purpose of forming a not-for-profit corporation under the laws of the State of Florida, adopts these Articles of Incorporation:

FILED
14 JAN - 6 PM 2: 29
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

Article First: The name of the corporation shall be: Christopher A. Palmerton Jr. Foundation, Inc.

Article Second: This corporation is a Not For Profit Corporation organized under the Florida Not For Profit Corporation Act and is not organized for the private gain of any person.

Article Third: The corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article Fourth: The street address of the corporation's initial registered office in Florida is 5400 N. Ocean Blvd., Villa 59, Lauderdale By The Sea, FL 33308. The name of the corporation's initial registered agent at such address is Christopher A. Palmerton. The street address of the corporation's initial business address and mailing address in Florida is 5400 N. Ocean Blvd., Villa 59, Lauderdale By The Sea, FL 33308.

Article Fifth: The name and street address of the incorporator of the corporation are: Christopher A. Palmerton, 5400 N. Ocean Blvd., Villa 59, Lauderdale By The Sea, FL 33308.

Article Sixth: The corporation shall have no members.

Article Seventh: The number of directors shall be specified in or fixed in accordance with the corporation's bylaws. The incorporator shall designate the initial board of directors. Thereafter, the method of electing directors shall be set forth in the bylaws.

Article Eighth: The duration of the corporation shall be perpetual.

Article Ninth: These Articles of Incorporation shall be effective upon filing.

Article Tenth: 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 Third hereof.

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.

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, 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 Eleventh: The corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article Twelfth: The corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

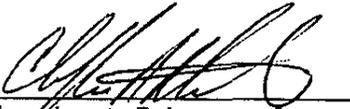
Article Thirteenth: The corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article Fourteenth: The corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article Fifteenth: The corporation will not make any taxable expenditures as defined in section 4945 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

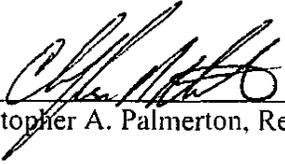
Article Sixteenth: Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government,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

This document has been signed on this 18 day of November, 2013.


Christopher A. Palmerton, Incorporator

14 JAN -6 PM 2:29
STATE OF FLORIDA

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



Christopher A. Palmerton, Registered Agent

11-18-13

Date

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14 JAN -6 PM 2:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA