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TALLAHASSEE, FLORIDA

NR
6/10/14

CHRISTMAS SPANO & OWEN, P.A.

Attorneys and Counselors at Law

REPLY TO RIVERVIEW

1414 PIEDMONT DRIVE, EAST
TALLAHASSEE, FLORIDA 32308
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FACSIMILE: (850) 386-6163

10101 BLOOMINGDALE AVE., STE. 201
RIVERVIEW, FLORIDA 33578
TELEPHONE: (813) 677-1112
FACSIMILE: (813) 677-1151

503 E. JACKSON ST., STE. 321
TAMPA, FLORIDA 33602
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STUART A. CHRISTMAS
BRYANT H. DUNIVAN, JR.
MICHAEL J. OWEN
V. ROSS SPANO
BRENT WOODY, OF COUNSEL

May 21, 2014

VIA REGULAR U.S. MAIL

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

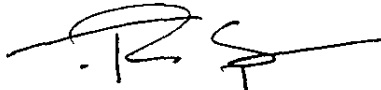
Re: Mary Lou Payton Foundation, Inc.
Document No.: N14000000656
Our File No.: CF-127

Dear Sir/Madam:

Enclosed for filing, please find the Restated Articles of Incorporation of Mary Lou Payton Foundation, Inc., together with a check for the appropriate filing fee. Should you have any questions or required further clarification, please contact our office. Thank you for your attention to this matter.

Very Truly Yours,

CHRISTMAS SPANO & OWEN, P.A.



V. Ross Spano, Esq.

VRS/ka
Enclosures
cc: Karen Hunt
Jaca DePriest

RESTATED ARTICLES OF INCORPORATION

OF

MARY LOU PAYTON FOUNDATION, INC.

FILED

2014 MAY 27 PM 3:41

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 617 (Not for Profit), the undersigned, a majority of whom are citizens of the United States, hereby adopt these restated articles of incorporation. These restated articles were duly adopted by unanimous approval of the Board of Directors and do not further amend the initial articles of incorporation.

ARTICLE I

The name of the Corporation shall be: MARY LOU PAYTON FOUNDATION, INC.

ARTICLE II

The existence of the Corporation shall begin on: January 24, 2014

ARTICLE III

The street address of the principal office of the Corporation is: 4405 Bugg Road, Plant City, Florida 33567.

ARTICLE IV

The mailing address of the Corporation is P.O. Box 2941, Brandon, Florida 33509-2941.

ARTICLE V

The Corporation is organized exclusively for religious and charitable purposes, including, through individual and collective efforts, to follow the Biblical mandate to care for widows and to serve, support and enhance their quality of life by meeting their practical needs.

ARTICLE VI

The method or manner of election or appointment of directors shall be stated in the Corporation's Bylaws.

ARTICLE VII

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, officers, directors, or any other affiliated, related, or 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 V

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 VIII

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.

ARTICLE IX

The initial street address of the Corporation's registered office is: 10101 Bloomingdale Ave., Ste. 201, Riverview, Florida 33578. The initial registered agent for the Corporation at that address is: Christmas Spano & Owen, P.A.

ARTICLE X

The initial charter members and current directors of the corporation are:

Name	Address
Karen Hunt	4405 Bugg Road Plant City, Florida 33567
Jaca DePriest	2310 Medford Lane Brandon, Florida 33511
James Hunt	4405 Bugg Road Plant City, Florida 33567

ARTICLE XI

The name and street address of the persons signing these articles of incorporation are:

Karen Hunt

4405 Bugg Road
Plant City, Florida 33567

Jaca DePriest

2310 Medford Lane
Brandon, Florida 33511

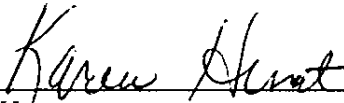
James Hunt

4405 Bugg Road
Plant City, Florida 33567

ARTICLE XII

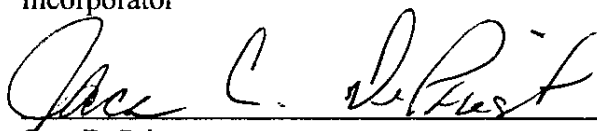
The method or manner of election or appointment of directors shall be stated in the Corporation's Bylaws.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation.



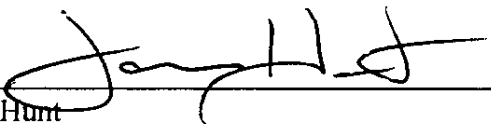
Karen Hunt
Incorporator

4/15/14
Date



Jaca DePriest
Incorporator

4/15/2014
Date



James Hunt
Incorporator

4/15/14
Date

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Mary Lou Payton Foundation, Inc. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501.

CHRISTMAS SPANO & OWEN, P.A.

Registered Agent

By: V. Ross Spano, Esq.

Date