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FLORIDA PROFIT/NON PROFIT CORPORATION

The Malloy Foundation II, Inc.

|                       |         |
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**ARTICLES OF INCORPORATION**  
In compliance with Chapter 617, F.S., (Not for Profit)**ARTICLE I NAME**The name of the corporation shall be: The Malloy Foundation II, Inc.**ARTICLE II PRINCIPAL OFFICE**Principal street address:2441 Den Street, St. Augustine, FL 32092

Mailing address, if different is:

**ARTICLE III PURPOSE**The purpose for which the corporation is organized is: See attached rider**ARTICLE IV MANNER OF ELECTION** The manner in which the directors are elected and appointed: \_\_\_\_\_As set forth in the bylaws.**ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS**Name and Title: Dan Malloy, President & Director

Name and Title: \_\_\_\_\_

Address 2441 Den Street

Address: \_\_\_\_\_

St. Augustine, FL 32092

Name and Title: \_\_\_\_\_

Name and Title: \_\_\_\_\_

Address \_\_\_\_\_

Address: \_\_\_\_\_

Name and Title: \_\_\_\_\_

Name and Title: \_\_\_\_\_

Address \_\_\_\_\_

Address: \_\_\_\_\_

Name and Title: \_\_\_\_\_ Name and Title: \_\_\_\_\_

Address \_\_\_\_\_ Address: \_\_\_\_\_

Name and Title: \_\_\_\_\_ Name and Title: \_\_\_\_\_

Address \_\_\_\_\_ Address: \_\_\_\_\_

**ARTICLE VI REGISTERED AGENT**

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:


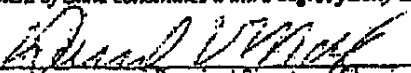
Name: Dan MalloyAddress: 2441 Den StreetSt. Augustine, FL 32092**ARTICLE VII INCORPORATOR**

The name and address of the Incorporator is:

Name: Dan MalloyAddress: 2441 Den StreetSt. Augustine, FL 32092**ARTICLE VIII EFFECTIVE DATE:**

Effective date, if other than the date of filing: \_\_\_\_\_ (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five business days prior or 90 business days after the filing.)

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity*  
Required Signature of Registered Agent15 JUNE 2015  
Date*I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.*  
Required Signature of Incorporator15 JUNE 2015  
DateDEPARTMENT OF STATE  
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TALLAHASSEE, FLORIDA

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RIDER TO THE ARTICLES OF INCORPORATION  
OF

The Malloy Foundation II, Inc.

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

The preservation of artwork.

The corporation is organized exclusively for charitable, literary, scientific and educational purposes provided for under Section 501 (c) (3) of the Internal Revenue Code of 1986 and does not contemplate pecuniary gain or profit, incidental or otherwise.

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 its purposes.

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 preparation or distribution of statements) any political campaign on behalf of any candidate for public office. 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).

(1) The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

(2) The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

(3) The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

(4) The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

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