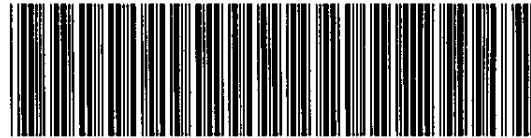


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SECRETARY OF STATE
TALLAHASSEE FLORIDA
17 JAN 31 AM 11:34

my 2/1/17



WEBB, LORAH & MCMILLAN, PLLC
Certified Public Accountants And Consultants

1107 West Marion Avenue, Suite 115 • Punta Gorda, Florida 33950

January 26, 2017

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

RE: Punta Gorda Kiwanis Club Foundation, Inc.

Dear Sir or Madam,

Enclosed please find the original and one copy of the Articles of Incorporation for the above referenced corporation. Please file the original and have the copy certified. We are enclosing our check in the amount of \$78.75 to cover the filing fee as well as a return envelope for your convenience.

Your assistance is very much appreciated.

Very truly yours,

WEBB, LORAH & MCMILLAN, PLLC

A handwritten signature in black ink, appearing to be 'S. Webb, III', written over a horizontal line.

Sankey E. Webb, III, CPA

Enclosures

ARTICLES OF INCORPORATION

KIWANIS CLUB OF PUNTA GORDA FOUNDATION, INC.

17 JAN 31 AM 11:34
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FIRST: That the name of said corporation shall be **KIWANIS CLUB OF PUNTA GORDA FOUNDATION, INC.**

SECOND: The principle office of the corporation and its mailing address shall be 1515 Tamiami Trail, Punta Gorda, FL 33950.

THIRD: The corporation shall have perpetual existence.

FOURTH: (a) The purposes for which said corporation is formed are to assist needy persons, particularly young people; to assist worthy youth in attaining vocational excellence, and to aid handicapped persons in regaining happy, useful lives through the expending of funds directly for such purposes or by the furnishing of funds to other organizations organized for charitable, scientific research, or educational purposes, or the prevention of cruelty to children, all within the purview of Section 501 (c)(3) of the Internal Revenue Code and the Regulations thereunder.

(b) the specific purposes are: To support local activities through grants and funds; worthy charitable and community service endeavors; support Kiwanis related organizations in Aktion club, elementary, middle, high school and college; Scouting; and health and education projects in the community.

FIFTH: This corporation is organized pursuant to the General Non-Profit Corporation Law of the State of Florida.

SIXTH: The number of directors of this corporation shall be six (6) and the manor for electing directors shall be stated in the bylaws.

SEVENTH: The name and street address of the incorporator is:

NAME

ADDRESS

LARRY TAYLOR

1515 Tamiami Trail, Punta Gorda, FL 33950

EIGHTH: The authorized number and qualifications of members of the corporation, the different classes of membership, if any, the property, voting, and other rights and privileges of member of collection thereof, shall be set forth in the bylaws.

NINTH: No part of any net earnings or assets of the corporation shall inure to the benefit of a member or any other person except specifically in connection for the exempt purpose of the corporation.

TENTH: Upon dissolution of the corporation, the Board of Directors shall, after paying or making adequate provision for the payment of all of the liabilities of the corporation, distribute all of the remaining assets of the corporation to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable, religious, educational, and/or scientific purposes and which has established its exempt status under I.R.C. Section 501(c) (3), or the corresponding provisions of any prior or future United States Internal Revenue Code. Any corporate assets not so disposed of shall be disposed of by the circuit court of the county in which the principal office of the corporation is then located, exclusively for said purposes or to such organization or organizations as said court shall determine, which are organized and operated exclusively for such purposes as this corporation is organized.

ELEVENTH: (a) the corporation and its members will at all times abide and be governed and controlled by the Bylaws and Policies of Kiwanis International now in force or hereafter from time to time adopted, insofar as any provision of such Bylaws may be applicable; (b) the corporation will comply with all such conditions and requirements as Kiwanis International may prescribe; (c) whenever required by the Board of Trustees of Kiwanis International, the corporation shall dissolve or change its form of organization, as may from time to time be requested by said Board; and (d) no amendments to the Articles of Incorporation or corporate bylaws or change in the purpose of the corporation shall be made without the consent of Kiwanis International.

TWELFTH: The corporation designates 1515 Tamiami Trail, Punta Gorda, FL 33950 as its office; the first Tuesday of each October at 5:30 PM as its official meeting and **LARRY TAYLOR** is designated at its Registered Agent.

THIRTEENTH: 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. Other provisions of these articles of incorporation notwithstanding, this corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under I.R.C. Code Section 501(c) (3) or by a corporation contributions to which are deductible under I.R.C. Section 170 (c) (2) or the corresponding provisions of any future United States Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned, being the Incorporator of this corporation hereby executes these Articles of Incorporation this 23RD day of JANUARY, 2016⁷ SW

[Signature]
LARRY TAYLOR

[Signature]
First Witness

Sankey E. Webb III
Printed name of First Witness

[Signature]
Second Witness

Linda Hay
Printed name of Second Witness

STATE OF FLORIDA

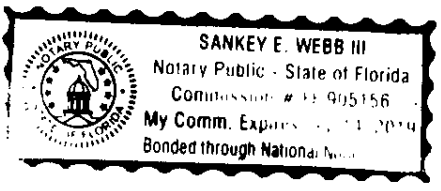
COUNTY OF CHARLOTTE

I HEREBY CERTIFY that on this date, before me a Notary Public, authorized by the State of Florida and County named above to take acknowledgement, personally appeared LARRY TAYLOR to me personally known to be the person described as the Incorporator and who executed the foregoing Article of Incorporation.

WITNESS my hand and official seal this 23RD day of JANUARY, 2016⁷ SW

My commission expires:

NOTARY PUBLIC-State of Florida
[Signature]



Signature
Sankey E. Webb III
Printed/Typed/Stamped Name


ACCEPTANCE OF REGISTERED AGENT

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance of said act:

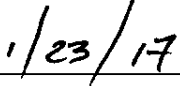
FIRST: That the **KIWANIS CLUB OF PUNTA GORDA FOUNDATION, INC.** desiring to organize under the laws of the State of Florida and its principle office as indicated in the Articles of Incorporation at the City of Punta Gorda, County of Charlotte, State of Florida has named **LARRY TAYLOR** as its registered agent.

ACKNOWLEDGEMENT

Having been named as Registered Agent for the above corporation, at the place designated in the Certificate. I hereby accept to act in the capacity and agree to comply with the provisions of the said Act relative to keeping open said office.



LARRY TAYLOR



Date

17 JAN 31 AM 11:34
REGISTRY OF STATE
TALLAHASSEE FLORIDA