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FLORIDA PROFIT/NON PROFIT CORPORATION

Horan Family Foundation, Inc.

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**ARTICLES OF INCORPORATION OF
THE HORAN FAMILY FOUNDATION, INC.**

The undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes do hereby certify:

**ARTICLE 1
NAME**

The name of the Corporation shall be the HORAN FAMILY FOUNDATION, INC.

**ARTICLE 2
PRINCIPAL OFFICE**

The place in this state where the principal office of the Corporation is to be located is 243 Ponce de Leon Avenue Venice, Sarasota County, Florida 34285

**ARTICLE 3
DURATION**

This corporation shall have perpetual existence or shall exist until dissolved by operation of law.

**ARTICLE 4
PURPOSE**

This 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 organization under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**ARTICLE 5
POWERS**

This corporation shall have the power to do everything necessary, proper, or convenient for the accomplishment of any of the purposes herein set forth, and to do every other act incidental thereto which is not forbidden by the laws of the State of Florida or by the provisions of these Articles of Incorporation, including, but not limited to, power to perform contracts for any lawful purpose, to engage in various funding and fund raising activities, and to acquire, hold, operate, maintain, and lease real and personal property to effectuate its purposes.

**ARTICLE 6
PROHIBITED ACTIVITIES AND REQUIRED PROVISIONS**

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

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distributions in furtherance of the purposes set forth in Article 4 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, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation, nor shall it 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.

As required by the Internal Revenue Code and as provided in the Florida Not For Profit Corporation Act, Chapter 617, Section 0835, Florida Statutes, the corporation will: (1) 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; (2) 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; (3) 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; (4) not make any investments in a manner so as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code; and, (5) 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 7
MEMBERS

This corporation is organized upon a non-stock basis and shall have no members.

ARTICLE 8
INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered office of this corporation is 99 Nesbit Street, Punta Gorda, Florida 33950, and the name of the initial registered agent of this corporation at that address is Forrest J. Bass, Esq.

ARTICLE 9
INITIAL BOARD OF DIRECTORS

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by its Board of Directors. This corporation shall have four (4) (at least 3 required) directors initially. The number of directors may be increased or diminished from time to time as set out in the bylaws of this corporation. The names and addresses of the initial directors are as follows:

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<u>DIRECTORS</u>	<u>ADDRESS</u>
Carol J. Horan	243 Ponce de Leon Avenue Venice, Sarasota County, Florida 34285
Michael A. Horan	243 Ponce de Leon Avenue Venice, Sarasota County, Florida 34285
Natalie Woody	1345 Brookside Drive Venice, FL 34285
Leah Mihm	183 Belmont Circle Brunswick, GA 31525
Andrew Horan	116 Seaton Place NW Washington, DC 20001
Matthew Horan	212 W. Powhatan Avenue Tampa, FL 33604

The above-named initial Directors shall remain as directors of the corporation until their death, resignation, or removal. Directors shall be elected and appointed as provided in the bylaws.

ARTICLE 10
INITIAL OFFICERS

The names and post office addresses of the initial officers who shall hold office for the first year of the existence of the corporation or until their successors are elected or appointed and have been qualified, are as follows:

<u>OFFICERS</u>	<u>TITLE</u>	<u>ADDRESS</u>
Carol J. Horan	President	243 Ponce de Leon Avenue Venice, Sarasota County, Florida 34285
Andrew Horan	Vice President	116 Seaton Place NW Washington, DC 20001
Leah Mihm	Secretary	183 Belmont Circle Brunswick, GA 31525
Bridgett Horan	Treasurer	212 W. Powhatan Avenue Tampa, FL 33604

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ARTICLE 11
INCORPORATOR

The name and address of the incorporator is Forrest J. Bass, 99 Nesbit Street, Punta Gorda, Florida 33950.

ARTICLE 12
DISSOLUTION

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.

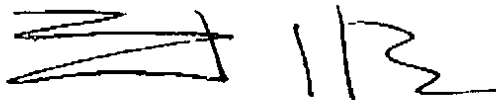
ARTICLE 13
AMENDMENTS

These Articles of Incorporation may be amended by a two-thirds (2/3) vote of the Directors. Notwithstanding the Directors' power to amend these Articles of Incorporation, the initial Directors shall remain directors until their death or resignation.

Dated this 27th day of August, 2018.

ACCEPTANCE

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 607 of the Florida Statutes.



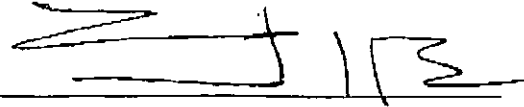
Forrest J. Bass, Registered Agent

8/27/2018
Date

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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 Chapter 817, Section 155, Florida Statutes.

A handwritten signature in black ink, appearing to read "FJB", written over a horizontal line.

Forrest J. Bass, Registered Agent

8/27/2018
Date

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