

N19000003395

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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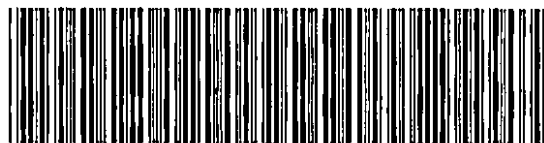
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FL

RiverPlace Professional Center
1003 W. Indiantown Road • Suite 210
Jupiter, FL 33458-6851



(561) 744 - 4600 Tel
(561) 744 - 4601 Fax
jupiterlawcenter.com

March 21, 2019

BY CERTIFIED MAIL
RETURN RECEIPT REQUESTED

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

Re: Up Up and Away Florida, Inc.

Gentlemen:

Enclosed is an original and one (1) copy of signed *Articles of Incorporation* relative to the above Not-for-Profit corporation and my firm's \$70.00 check in payment of your fees.

Kindly file the original and return a date-stamped copy evidencing filing along with your customary receipt.

Thank you for your anticipated prompt attention to this matter – I look forward to receiving the date-stamped copy of the *Articles* and receipt for same in short order.

Sincerely,

JUPITER LAW CENTER

Adam S. Gumson

ASG/blh
Encs.

ARTICLES OF INCORPORATION
OF
UP UP and AWAY FLORIDA, INC.

The undersigned, acting as *Incorporator* of a Corporation under the *Florida General Corporation Act*, adopts the following *Articles of Incorporation* for such Corporation:

ARTICLE I

The name of the Corporation shall be: *Up Up and Away, Florida, Inc.*, a *Not-for-Profit* Corporation.

ARTICLE II

The principal and mailing address of the Corporation shall be 900 Juno Ocean Walk, Juno Beach, FL 33408 with the privilege of having its offices and branch offices at other places within or without the State.

ARTICLE III

The purpose of the Corporation shall be to host hot air balloon and music festivals which serve as educational and community expositions for the local community, thereby fostering pride, education, growth and prosperity while benefiting local charitable organizations and providing educational scholarships to deserving and qualified recipients.

ARTICLE IV

Any person desiring to become a Member may join provided he/she is willing to donate his/her time or solicit funds to be used for the above activities of the Corporation. The *Board of Directors* shall be elected by the membership in the manner and for the terms provided in the *By-laws*.

ARTICLE V

The Corporation shall have three (3) Directors constituting the initial *Board of Directors*. The number of Directors may be either increased or decreased from time to time by the *By-laws*, but in no event shall be less than three (3). This Corporation shall indemnify and insure its Officers and Directors, or any former Officers and Directors, to the fullest extent permitted by law either now or thereafter. The names and addresses of the initial Directors of the Corporation are:

RONALD CLUKEY, 900 Juno Ocean Walk, Juno Beach, FL 33408

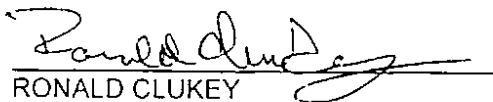
ANN LaCUTE, 2922 River Point Drive, Daytona Beach, FL 32118

KEN CARNEY, 45 Green Hill Road, Orange, CT 06477

ARTICLE VI

The address of the *Registered Agent* of the Corporation shall be c/o RONALD CLUKEY, 900 Juno Ocean Walk, Juno Beach, FL 33408 and the name of its initial Registered Agent at such address is RONALD CLUKEY, who hereby acknowledges that he is familiar with and accepts the duties and responsibilities as *Registered Agent* for said Corporation.

Registered Agent's Acceptance:


RONALD CLUKEY

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TALLAHASSEE, FL

ARTICLE VII

The name and address of the *Incorporator* signing these *Articles of Incorporation* is:
RONALD CLUKEY, 900 Juno Ocean Walk, Juno Beach, FL 33408

ARTICLE VIII

This Corporation shall commence its existence immediately upon the filing of these *Articles of Incorporation* and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE IX

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its Members, Directors, 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 purpose set forth in the *Articles of Incorporation* hereof. The Corporation shall not in any way, directly or indirectly, carry on propaganda or otherwise attempt to influence legislation, or participate or intervene in any political campaign on behalf of any candidate for public office, by publishing or distributing statements. Notwithstanding any other provisions of these *Articles of Incorporation*, 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 1954* (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).

ARTICLE X

Upon dissolution of the Corporation, the *Board of Directors* shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all the assets of the Corporation exclusively for the purpose of the Corporation in such manner, or to such organization(s) organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization(s) under Section 501(c)(3) of the *Internal Revenue Code of 1986* (or the corresponding provision of any future United States Internal Revenue Law), as the *Board of Directors* shall determine. Any of such assets not such 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 such purposes or to such organization(s), as said Court shall determine, which are organized and operated exclusively for such purpose.

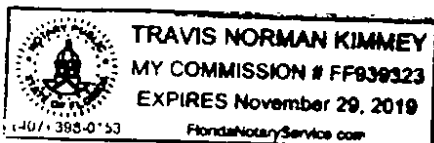
IN WITNESS WHEREOF, the undersigned *Incorporator* has executed these *Articles of Incorporation* on this 21ST day of March, 2019.

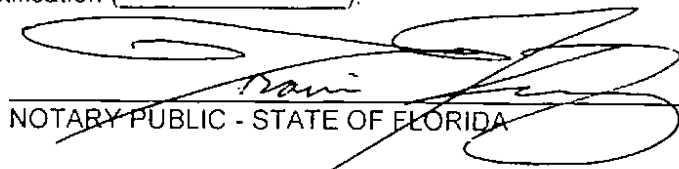

RONALD CLUKEY

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TALLAHASSEE, FL

STATE OF FLORIDA) SS.:
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 21ST day of March, 2019, by RONALD CLUKEY who is personally known to me, or who has produced a Driver's License as identification; or presented other identification ().




NOTARY PUBLIC - STATE OF FLORIDA

Travis N. Kimmey
NOTARY'S NAME PRINTED, STAMPED OR TYPED