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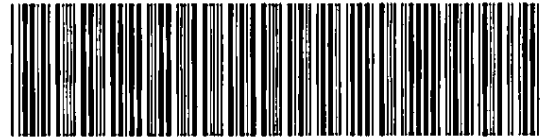
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TOLSON, MISSISSIPPI

Putnam, Creighton & Airth, P.A.

Attorneys at Law

Abel A. Putnam
Roberta J. Creighton¹
H. Adam Airth, Jr., LL.M.

500 South Florida Avenue, Suite 300, Lakeland, Florida 33801
601 West Central Avenue, Winter Haven, Florida 33880

Please direct all mail to:
Post Office Box 3545
Lakeland, Florida 33802-3545
Phone: (863) 682-1178
Fax: (863) 683-3700

¹Board Certified Elder Law Attorney

October 30, 2019

Florida Department of State
Division of Corporations
Attn: New Filing Sections
Post Office Box 6327
Tallahassee, Florida 32314


Re: Articles of Incorporation - The Skipping Bear Foundation, Inc.

To whom it may concern:

Enclosed are the original Articles of Incorporation for the above-referenced entity for filing, this firm's check in the amount of \$87.50 for the filing fee and for a certified copy of the Articles and also a Certificate of Status to be delivered to this office.

Thank you for your attention to this matter. Please contact me if you have any questions or require additional information.

Sincerely,



Sherry B. Nieder
Paralegal to H. Adam Airth, Jr., LL.M.

/sbn
Enclosures

ARTICLES OF INCORPORATION FOR THE THE SKIPPING BEAR FOUNDATION INC.

In compliance with the provisions of Chapter 617, Florida Statutes, this *Florida Not for Profit Corporation* adopts and submits these Articles of Incorporation:

ARTICLE I.

The name of this Corporation is:

THE SKIPPING BEAR FOUNDATION INC.

ARTICLE II.

The initial (i) street address of the principal office and (ii) mailing address of the Corporation is 6992 Lake Eaglebrook Drive, Lakeland, Florida 33813.

ARTICLE III.

The general purposes for which this Corporation is organized are exclusively charitable, scientific, literary, and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future United States Tax Code. More specifically, this Corporation shall provide financial and other resources, in amounts and at times determined by this Corporation's Board of Directors and officers, to operating charitable entities whose missions are exclusively charitable, scientific, literary, and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code in support and furtherance of those other entities' missions. Notwithstanding any other provision of these Articles of Incorporation, this organization shall not carry on any 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 Tax Code, or

(b) by a corporation whose contributors are entitled to deduct their contribution under Section 170(c)(2) of the Internal Revenue Code, or the corresponding provision of any future United States Tax Code.

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 purposes set forth herein. No part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation. 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.

ARTICLE IV.

The Corporation shall have the power to:

- (a) hold assets in its name;
- (b) sue and be sued and appear and defend in all actions and proceedings to the same extent as a natural person;
- (c) adopt and use a corporate seal and alter the same; provided, however, that such seal shall always contain the words "not for profit corporation";
- (d) elect or appoint such directors, officers and agents as its affairs shall require;
- (e) adopt, change or amend its Bylaws in any manner not inconsistent with applicable law, these Articles of Incorporation or its status as a charitable entity for federal income tax purposes;
- (f) increase or decrease, by a vote of its directors, in the manner described in the Bylaws, the number of its directors so long as the number of serving directors shall not be less than three (3) but may be any number in excess thereof up to a maximum of twelve (12);
- (g) enter into contracts and incur liabilities, borrow money at such rates of interest as the officers or the directors of the Corporation may determine, issue its notes, bonds, and other obligations and secure any of its obligations by mortgage and pledge of all or any of its assets, franchises, or income;
- (h) conduct its affairs, carry on its operations, have offices and exercise the powers granted by this chapter in any state, territory, district, or possession of the United States or any foreign country;
- (i) purchase, take, receive, lease, take by gift, devise, or bequest, or otherwise acquire, own, hold, manage, improve, use, transfer, sell, convey, mortgage, pledge, exchange, dispose or otherwise deal in and with real or personal property, or any interest therein, wherever situated;
- (j) acquire, enjoy, utilize and dispose of patents, copyrights, and trademarks and any licenses and other rights or interests thereunder or therein;
- (k) make donations, contributions or expenditures for the public welfare, religious, charitable, scientific, education, or other similar purposes; and
- (l) have and exercise all powers necessary or convenient to effect any or all of the purposes for which the Corporation is organized.

Notwithstanding the foregoing, the Corporation is prohibited from and shall not:

- (1) engage in any act of "self-dealing" as defined in I.R.C. §4941(d), which would give rise to any liability for tax imposed by I.R.C. §4941(a);
- (2) retain any "excess business holdings", as defined in I.R.C. §4943(c), which would give rise to any liability for tax imposed by I.R.C. §4943(a);
- (3) make any investment which would jeopardize the carrying out of any of its exempt purposes, within the meaning of I.R.C. §4944, so as to give rise to any liability for tax imposed by I.R.C. §4944(a); or
- (4) make any "taxable expenditures," as defined in I.R.C. §4945(d), which would give rise to any liability for tax imposed by I.R.C. §4945(a).

ARTICLE V.

The Corporation is to exist perpetually, beginning with the filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

ARTICLE VI.

The name and address of its initial Registered Agent in Florida is HAL A. AIRTH, JR., located at 500 South Florida Avenue, Suite 300, Lakeland, Florida 33801.

Having been named as registered agent to accept service of process for this Corporation at the place designated above, I confirm that I am familiar with and hereby accept the appointment as registered agent and agree to act in this capacity for the Corporation.



HAL A. AIRTH, JR.
Registered Agent

ARTICLE VII.

This Corporation shall have six (6) directors initially. The initial directors and their mailing addresses are:

JOSEPH A. CAHALAN
6992 Lake Eaglebrook Drive
Lakeland, Florida 33813

BARBARA G. CAHALAN
6992 Lake Eaglebrook Drive

Lakeland, Florida 33813

REGINA G. CAHALAN
6992 Lake Eaglebrook Drive
Lakeland, Florida 33813

ALLISON O. CAHALAN
6992 Lake Eaglebrook Drive
Lakeland, Florida 33813

JOSEPH R. CAHALAN
6992 Lake Eaglebrook Drive
Lakeland, Florida 33813

JOHN P. CAHALAN
6992 Lake Eaglebrook Drive
Lakeland, Florida 33813

Directors shall be elected or appointed to the Board of Directors in the manner described in the Corporation's Bylaws. Members of the first Board of Directors shall serve until their successors are elected or appointed and have qualified.

ARTICLE VIII

(a) The initial officers of this Corporation shall consist of a President, three (3) Vice Presidents, a Treasurer, and a Secretary, and such other officers as may be provided for in the Bylaws adopted by the Corporation and as amended from time to time.

(b) The officers shall be elected as provided for in the Bylaws adopted by the Corporation and as amended from time to time.

(c) The names of those individuals (all of whom are directors and whose addresses are provided in Article VI above) who shall serve as the initial officers of the Corporation until the first meeting of the Corporation are as follows:

JOSEPH A. CAHALAN	President
BARBARA G. CAHALAN	Vice President
REGINA G. CAHALAN	Vice President
JOHN P. CAHALAN	Vice President
ALLISON O. CAHALAN	Secretary
JOSEPH R. CAHALAN	Treasurer

ARTICLE IX.

Officers and members of the Board of Directors of this Corporation may be reimbursed for actual expenses incurred on behalf of this Corporation, if such reimbursement is authorized by the Board of Directors. Initially, none of the officers or members of the Board of Directors of this Corporation will be compensated for their service in those capacities.

ARTICLE X.

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt entities within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future United States Tax Code, or shall be distributed to one or more federal state, or local government or an agency thereof 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 such court shall determine in accordance with the foregoing guidelines.

ARTICLE XI.

The name and street address of the incorporator to these Articles of Incorporation is HAI. A. AIRTH, JR., 500 South Florida Avenue, Suite 300, Lakeland, Florida 33801. The incorporator of these Articles of Incorporation hereby assigns to the Board of Directors of this Corporation any and all of his rights to constitute a corporation.

ARTICLE XII.

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by law. These Articles may be amended with the approval by the Board of Directors, in any manner permitted by Florida law and the Corporation's Bylaws.

IN WITNESS WHEREOF, *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 Section 817.155, Florida Statutes.*



H. ADAM AIRTH, JR., Incorporator

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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- (e) adopt, change or amend its Bylaws in any manner not inconsistent with applicable law, these Articles of Incorporation or its status as a charitable entity for federal income tax purposes;
- (f) increase or decrease, by a vote of its directors, in the manner described in the Bylaws, the number of its directors so long as the number of serving directors shall not be less than three (3) but may be any number in excess thereof up to a maximum of twelve (12);
- (g) enter into contracts and incur liabilities, borrow money at such rates of interest as the officers or the directors of the Corporation may determine, issue its notes, bonds, and other obligations and secure any of its obligations by mortgage and pledge of all or any of its assets, franchises, or income;
- (h) conduct its affairs, carry on its operations, have offices and exercise the powers granted by this chapter in any state, territory, district, or possession of the United States or any foreign country;
- (i) purchase, take, receive, lease, take by gift, devise, or bequest, or otherwise acquire, own, hold, manage, improve, use, transfer, sell, convey, mortgage, pledge, exchange, dispose or otherwise deal in and with real or personal property, or any interest therein, wherever situated;
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H. ADAM AIRTH, JR., Incorporator