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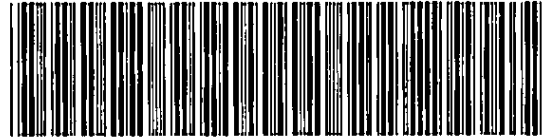
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TALLAHASSEE, FLORIDA

N.P.

Restated Art.

DEC 29 2021

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COVER LETTER

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

SUBJECT: DAVID AND DR. ALISE BARTLEY FAMILY TRUST, INC.

CORPORATE NAME

Enclosed are an original and one (1) copy of the restated articles of incorporation and a check for:

☐ \$35.00 ☐ \$43.75
Filing Fee Filing Fee
 & Certificate of Status

☐ \$43.75 ☒ \$52.50
Filing Fee Filing Fee,
& Certified Copy Certified Copy
 & Certificate of
 Status

ADDITIONAL COPY REQUIRED

FROM: Courtney C. Pugh

Name (Printed or typed)

Quarles & Brady, LLP, 1395 Panther Lane, Suite 300

Address

Naples, Florida 34109

City, State & Zip

(239) 434-4929

Daytime Telephone number

courtney.pugh@quarles.com

E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the document.

**RESTATED ARTICLES OF INCORPORATION
OF
DAVID AND DR. ALISE BARTLEY FAMILY TRUST, INC.**

(a Florida Not For Profit Corporation)

**ARTICLE I
NAME OF THE CORPORATION**

The name of this corporation is David and Dr. Alise Bartley Family Trust, Inc. (the "Corporation").

**ARTICLE II
PRINCIPAL OFFICE, STREET ADDRESS, AND MAILING ADDRESS**

The Corporation's principal office address, street address, and mailing address is 1395 Panther Lane, Suite 300, Naples, Florida 34109.

**ARTICLE III
DURATION**

The period of duration of the Corporation is perpetual unless dissolved according to Florida law.

**ARTICLE IV
PURPOSES**

The Corporation is organized exclusively for charitable, religious, scientific, literary, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding section of any future federal tax code (the "Code"), including for such purposes, but not limited to, the making of distributions for charitable, religious, scientific, literary, and educational purposes. The Corporation may conduct any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, associations, trusts, institutions, foundations, or governmental bureaus, departments, or agencies.

**ARTICLE V
BOARD OF DIRECTORS**

All powers of the Corporation shall be exercised by or under the authority of, and the affairs of the Corporation shall be managed under the direction of, the Board of Directors. The Board of Directors shall consist of such number of persons as shall be fixed by the Bylaws from time to time, but shall not be less than the number of directors required by the Florida Not For Profit

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Corporation Act, which at the time of execution of these Restated Articles of Incorporation is three (3). The terms of office, qualifications, and method of appointment of the directors shall be as specified in the Bylaws of the Corporation.

The names, addresses, and titles of the initial members of the Board of Directors and the initial officers are:

<u>Name:</u>	<u>Title:</u>	<u>Address:</u>
Alise G. Bartley	P	1395 Panther Lane, Suite 300, Naples, Florida 34109
David W. Bartley, II	VP	1395 Panther Lane, Suite 300, Naples, Florida 34109
Allison Godard	SEC	1395 Panther Lane, Suite 300, Naples, Florida 34109

ARTICLE VI DISSOLUTION

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Corporation, distribute the assets of the Corporation for one or more exempt purposes within the meaning of Section 501(c)(3) of the Code, or the corresponding section of any future federal tax code, or 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 Florida 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 VII PROHIBITED ACTIVITIES

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its 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 in Article IV 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 Restated Articles of Incorporation, the Corporation shall not conduct or 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 Code, or (b) by a corporation, contributions to which are deductible under Sections 170(c)(2), 2055, and 2522 of the Code, or the corresponding sections of any future federal tax code.

At any time when the Corporation shall be a private foundation, as such term is defined in Code Section 509(a), then the Corporation:

A. shall distribute its income for each tax 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 Code; and

B. shall not (i) engage in any act of self-dealing as defined in Section 4941(d) of the Code; (ii) retain any excess business holdings as defined in Section 4943(c) of the Code; (iii) make any investments in such manner as to subject it to tax under Section 4944 of the Code; or (iv) make any taxable expenditures as defined in Section 4945(d) of the Code.

ARTICLE VIII REGISTERED AGENT

The street address of the Corporation's registered office in the State of Florida is 3411 Tamiami Trail North, Suite 201, Naples, Florida 34103, and the name of its registered agent at such office is Daniel J. Brown.

ARTICLE IX INCORPORATOR

The sole incorporator of the Corporation is T. Robert Bulloch, Esq. The complete business address of the sole incorporator is: 1395 Panther Lane, Suite 300, Naples, Florida 34109.

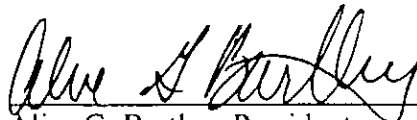
ARTICLE X EFFECTIVE DATE

The Effective Date of these Restated Articles of Incorporation is December 14, 2021.

ARTICLE XI CERTIFICATE

These Restated Articles of Incorporation have been adopted by the Board of Directors of the Corporation, effective December 7, 2021.

IN WITNESS WHEREOF, the undersigned President has executed these Restated Articles of Incorporation on the 7th day of December, 2021.


Alise G. Bartley, President

**CERTIFICATE OF DESIGNATION OF REGISTERED OFFICE AND
REGISTERED AGENT**

PURSUANT TO THE PROVISIONS OF SECTIONS 48.091 and 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA

The name of the Corporation is David and Dr. Alise Bartley Family Trust, Inc.

The name of the initial registered agent of the Corporation is Daniel J. Brown. The address of this registered agent is 3411 Tamiami Trail North, Suite 201, Naples, Florida 34103.

REGISTERED AGENT 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 that 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.

By: _____

Name: Daniel J. Brown

Registered Agent

Date: November 30, 2021