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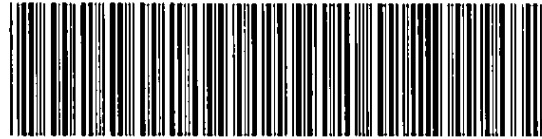
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EVERY'S ARMY, INC.

Please Debit I20000000257 For: 78.75

Thank you Seth Neeley



Signature

Requested by:

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- ☐ LTD Partnership File
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- ☐ Dissolution / Withdrawal
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- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

ARTICLES OF INCORPORATION

OF

AVERY'S ARMY, INC.

The undersigned incorporator, to form a corporation not for profit under the Florida Not For Profit Corporation Act, Chapter 617, *Florida Statutes*, hereby adopts the following Articles of Incorporation.

ARTICLE I **AVERY'S ARMY**

The name of the corporation is **AVERY'S ARMY, INC.**

ARTICLE II **COMMENCEMENT OF CORPORATE EXISTENCE**

The existence of the corporation shall commence on June 9, 2023.

ARTICLE III **PRINCIPAL OFFICE AND MAILING ADDRESS**

The street address of the principal office of the corporation and the mailing address of the corporation is 4750 Justin Lane, Plant City, Florida 33565.

ARTICLE IV **PURPOSES**

The corporation is organized and shall operate exclusively for scientific, charitable, and educational purposes and to provide financial support for individuals aged 18 or younger with a critical illness or traumatic injury, together with their family, and fund medical research within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding Section of any prior or future Internal Revenue Code. Consistent with such limitations, the purposes of the corporation shall be to provide education, funding for scientific research with the goal of providing financial support for individuals aged 18 or younger, who have a critical illness or a traumatic injury, together with family, and fund medical research. Forums, lectures, meetings, panel discussions, seminars, training courses, and other activities designed to achieve the purposes of the corporation may be offered by the corporation. Further, the corporation may also raise, receive, and maintain a fund or funds for research, fellowships, grants, scholarships, and the acquisition of real property and/or personal property for any one or more of the purposes of the corporation and for any one or more lawful purposes and within the scope of the purposes of the corporation.

ARTICLE V **MEMBERS**

The method of selecting and admitting members, the criteria for membership, the classification of members, the designation of such class or classes of members, the qualifications, limitations, and rights of the members of each class, the quorum and voting requirements for meetings and activities of members, and the notice requirements sufficient to provide notice of meetings and activities of members shall be as set forth in the Bylaws of the corporation.

ARTICLE VI **BOARD OF DIRECTORS**

The business and property of the corporation shall be managed solely and exclusively by the board of directors of the corporation which shall have full and absolute control over the affairs of the corporation and shall be authorized to exercise all of the corporate powers of the corporation. The board of directors shall carry out the purposes of the corporation in compliance with the Articles of Incorporation and the Bylaws of the corporation. The method of electing the directors of the corporation shall be as stated in the Bylaws of the corporation. The number of directors of the corporation may be increased or decreased from time to time and at any time, but the corporation shall never have less than three (3) directors or more than twenty-five (25) directors. Further, the corporation will only have an odd number of directors at any given time. No director shall be compensated for the performance of his or her duties as a director, but a director may be reimbursed for expenses reasonably and necessarily incurred in the performance of his or her duties as a director in accordance with the Bylaws of the corporation. The board of directors of the corporation shall, by two-thirds (2/3rds) vote, have the right to remove, with or without cause, any director and to replace any director so removed.

ARTICLE VII **OFFICERS**

The officers of the corporation shall consist of a president, a vice president, a secretary, and a treasurer, and such other officers as the board of directors, from time to time and at any time, shall deem necessary. Any two (2) or more offices may be held by the same person. All officers shall be members of the board of directors of the corporation. All officers shall be elected by the board of directors of the corporation annually at the annual meeting of the board of directors of the corporation. No officer may be compensated for the performance of his or her duties as an officer as determined by the board of directors of the corporation. Officers may be reimbursed for expenses reasonably and necessarily incurred in the performance of their duties as officers as determined by the board of directors of the corporation. The board of directors of the corporation shall, by majority vote, have the right to remove, with or without cause, any officer and to replace any officer so removed.

ARTICLE VIII
LIMITATIONS AND PROHIBITED ACTIVITIES

The corporation shall be bound by the following:

A. No part of the net earnings of the corporation shall inure to the benefit of any member, director, or officer of the corporation, nor to the benefit of any private individual or entity;

B. The corporation shall have no power to engage in any act or activity prohibited to corporations which are exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding Section of any prior or future Internal Revenue Code;

C. In the event of the dissolution of the corporation, the residual assets of the corporation shall be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding Sections of any prior or future Internal Revenue Code, or to the federal or to a state or local government for public purposes exclusively;

D. No substantial part of activities of the corporation shall be carrying on propaganda, or otherwise attempting, to influence legislation; and

E. The corporation shall not participate in or intervene in (including the publishing or distributing of statements), any political campaign on behalf of (or in opposition to) any candidate for public office.

ARTICLE IX
INDEMNITY OF DIRECTORS AND OFFICERS

The corporation shall indemnify any director or any officer for any acts or alleged acts committed or allegedly committed by such director or officer while serving in his or her capacity as a director or as an officer of the corporation to the extent permitted by Florida and federal law.

ARTICLE X
BYLAWS

The Bylaws of the corporation shall be adopted, altered, amended, repealed, or revised only by a two-thirds (2/3rds) vote of those directors present at a meeting of the board of directors of the corporation at which a quorum is present.

ARTICLE XI
INITIAL REGISTERED AGENT

The AVERY'S ARMY and street address of the initial registered agent of this corporation is J. Scott Reed, 330 Pauls Drive, Suite 100, Brandon, Florida 33511.

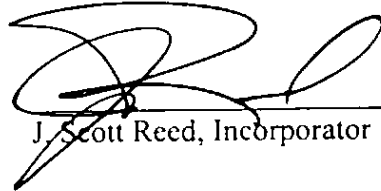
ARTICLE XII
INCORPORATOR

The AVERY'S ARMY and address of the sole incorporator of this corporation is 4750 Justin Lane, Plant City, Florida 33565.

ARTICLE XIII
AMENDMENTS TO
ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended or restated only by a two-thirds (2/3rds) vote of those directors present at a meeting of the board of directors of the corporation at which a quorum is present.

IN WITNESS WHEREOF, the undersigned incorporator executed these Articles of Incorporation on this 9th day of June 2023.

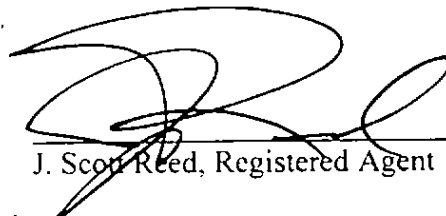


J. Scott Reed, Incorporator

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, J. Scott Reed, having been named to serve as registered agent for AVERY'S ARMY, INC., do hereby accept such office and agree to conduct myself therein according to law. I am familiar with, and accept, the obligations of such office.

DATED this 9th day of June 2023.



J. Scott Reed, Registered Agent