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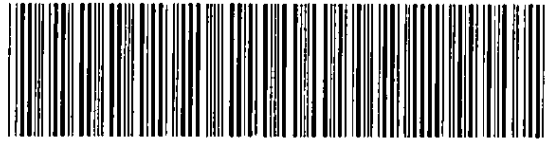
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COVER LETTER

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

Mailed
6/5/23

SUBJECT: Patty Wagstaff Avaiton Foundation, Inc.
(PROPOSED CORPORATE NAME -- MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Jeffrey R. Ludwig, Esq. Ludwig Hulsey, P.A.
Name (Printed or typed)

5150 Belfort Rd. S. Bldg. 500
Address

Jacksonville, Florida 32256
City, State & Zip

904-281-0145
Daytime Telephone number

jludwig@ludwiglaw.net
E-mail address: (to be used for future annual report notification)

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

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MAIL ROOM

ARTICLES OF INCORPORATION
OF
PATTY WAGSTAFF AVIATION FOUNDATION, INC.
A Florida Not for Profit Corporation

ARTICLE I - NAME

Section 1. The name of this corporation is Patty Wagstaff Aviation Foundation, Inc.

ARTICLE II - STATEMENT OF CORPORATE NATURE

Section 1. This is a nonprofit corporation organized solely for general charitable purposes pursuant to the Florida Corporations Not for Profit law set forth in Part I of Chapter 617 of the Florida Statutes.

ARTICLE III - GENERAL AND SPECIFIC PURPOSES

Section 1. The Specific and primary purposes for which this corporation is formed are to operate for the advancement and development of youth in having a career in the field of aeronautics and advancement of aviation safety and airmanship skills.

Section 2. Specifically, the primary purposes for which this corporation is formed are to provide youth and public awareness of aviation career opportunities that include public, commercial, and general aviation and aviation safety education.

Section 3. The general purposes for which this corporation is formed are to operate exclusively for such religious, charitable, and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that code.

Section 4. This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

Section 5. This corporation shall comply at all times with Section 617.0835, Florida Statutes (2022), as amended from time to time.

Section 6. Notwithstanding any other provision of these Articles of Incorporation, the purposes of these Articles of Incorporation, the purposes for which the Corporation is organized are exclusively religious, charitable, scientific, literary, and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Internal Revenue law. Notwithstanding any other provision of these Articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt for Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

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ARTICLE IV - TERM

Section 1. The corporation shall have perpetual existence.

ARTICLE V - INCORPORATOR

Section 1. The name and residence address of the incorporator of this corporation is:

Patty Wagstaff
35018 N. Ponce de Leon Blvd., Suite 360
St. Augustine, Florida 32084

ARTICLE VI - LOCATIN OF PRINCIPAL OFFICE AND IDENTIFICATION OF
REGISTERED AGENT

Section 1. The County in the State of Florida where the principal office for the transaction of the business of this corporation is to be located in the County of St. Johns.

Section 2. The name and address of this corporation's registered agent is Patty Wagstaff, 35018 N. Ponce de Leon Blvd., Suite 360, St. Augustine, FL 32084.

ARTICLE VII - MANAGEMENT OF CORPORATE AFFAIRS

Section 1. Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of directors. The number of directors of the corporation shall be three(3); provided, however, that such number may be changed pursuant to the bylaws duly adopted by the members. The method of election of the board of directors shall be as stated in the bylaws of the corporation.

The directors named herein as the first board of directors shall hold office perpetually until their resignation, removal or death at which time such vacancy shall be filled in accordance with the bylaws.

Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting, if all members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the board of directors without a meeting and that the articles of incorporation and bylaws of this corporation authorize the directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such first members of the board of directors are as follows:

Patty Wagstaff
35018 N. Ponce de Leon Blvd.
Suite 360

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St. Augustine, Florida 32084

Matthew de Morgan
Polebrook Hall
Main Street
Polebrook
Northants
Pe8 5 LN

Debbie Gary
2129 Smiling Fish Lane
Palm Coast, Florida 32137

Section 2. Corporate Officers. The board of directors shall elect the following officers: president, treasurer, and secretary, and such other officers as the bylaws of this corporation may authorize the directors to elect from time to time.

ARTICLE VIII - BYLAWS

Section 1. Subject to the limitations contained in the bylaws, and any limitations set forth in the Corporations Not for Profit law of Florida concerning corporate action that must be authorized or approved by board of directors of the corporation, bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of directors or by following the procedures set forth in the bylaws.

ARTICLE IX - DEDICATION OF ASSETS

Section 1. The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or to the benefit of any private individual.

ARTICLE X - DISTRIBUTION OF ASSETS

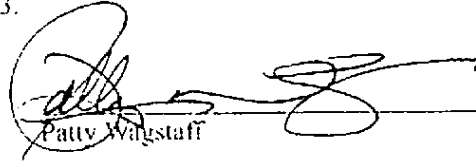
Section 1. Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for religious or charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

ARTICLE XI - AMENDMENT OF ARTICLES

Section 1. Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of the board of directors for their vote. Amendments may be adopted by the vote of a majority of a quorum of the board of directors of the corporation.

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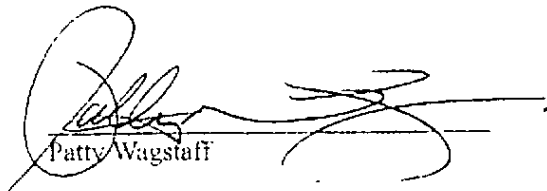
I, the undersigned, being the incorporator of this corporation, and, for the purpose of forming this nonprofit charitable corporation under the laws of Florida, have executed these Articles of Incorporation, this 26 day of May, 2023.



Patty Wagstaff

REGISTERED AGENT'S ACCEPTANCE

The undersigned, by execution hereof, hereby accepts all of the duties and responsibilities of a Registered Agent for Patty Wagstaff Aviation Foundation, Inc., a Florida not for profit corporation, in accordance with Florida Statutes, Section 617.0501, as may be amended from time to time.



Patty Wagstaff