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| NEW FILINGS | AMENDMENTS | | |
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| OTHER FILINGS REGISTRATION/ | | | • |
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ARTICLES OF INCORPORATION

OF

FRYTA EDUCATIONAL FOUNDATION, INC.

The undersigned, desiring to form a corporation pursuant to Section 617 of the Not-for-Profit Corporation Law of the State of Florida, do hereby make, subscribe, and acknowledge these Articles of Incorporation, as follows:

ARTICLE I

NAME

The name of the Corporation shall be ${\tt FRVTA}$ EDUCATIONAL FOUNDATION, INC.

ARTICLE II

DURATION

The term of existence of the Corporation is perpetual; and the Corporate existence will commence on the filing of these Articles of Incorporation by the Department of State.

ARTICLE III

EXEMPT STATUS

The Corporation is constituted so as to attract substantial support from contributions, directly or indirectly, from a representative number of persons in the community in which it operates and from its members. It has not been formed for pecuniary profit or financial gain, and no part of the assets, income, or profit of the Corporation is distributable to, or insures to the benefit of, its directors or officers except to the extent permitted under the Not-for-Profit Corporation Law. 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 1986 (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 IV

NONPROFIT PURPOSE

The purposes for which the Corporation is to be formed are the scientific, educational, and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 and in this connection, to form and administer a fund or funds for scholarships to enable qualifying student recipients to attend educational institutions, and to conduct all proper activities incidental thereto; and to raise money to benefit other corporations, exempt or nonexempt, in the furtherance of the tax exempt purposes of this Corporation, and to these ends to take and hold by bequest, devise, gift, grant, purchase, lease or otherwise any property, real, personal, tangible or intangible, or any undivided interest therein, without limitation as to amount or value; to sell, convey, or otherwise dispose of any such property and to invest, reinvest, or deal with the principal or the income thereof in such manner as, in the judgment of the directors, will best promote the purpose of the Corporation without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, this Certificate of Incorporation, the By-Laws of the Corporation; or any laws applicable thereto. To do any other act or thing incidental to or connected with the foregoing purpose or in advancement thereof, but not for the pecuniary profit or financial gain of its directors or officers except as permitted under the Not-for-Profit Corporation In furtherance of its corporate purposes, the Corporation shall have all general powers enumerated in Section 617.0302 of the Not-for-Profit Corporation Law of Florida.

ARTICLE V

SCOPE OF ACTIVITY

The Corporation shall have the powers, either directly or indirectly, either alone or in conjunction or cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessar, useful, suitable, desirable, or proper for the furtherance, accomplishment, fostering, or attainment of any or all of the purposes for which the Corporation is organized, and to aid or assist other organizations whose activities are such as to further, accomplish, foster, or attain any of such purposes. Notwithstanding anything herein to the contrary, the Corporation shall exercise only such powers as are in furtherance of the exempt purposes of organizations set forth in Section 501(c) of the Internal Revenue Ccde of 1986 and the regulations thereunder as the same now exists or as they may be hereafter amended from time to time.

ARTICLE VI

PROHIBITED ACTIVITIES

No part of the activities of the Corporation shall be carrying on propaganda, or otherwise attempting to influence legislation, or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

ARTICLE VI

PRINCIPAL OFFICE

The address of the Corporation's principal address is 401 North Parsons Avenue, Suite 107, Brandon, Florida 33510.

ARTICLE VII

REGISTERED AGENT; REGISTERED OFFICE

The Corporation designates Randy Miller, as the registered agent. The registered office of the Corporation shall be 215 South Monroe Street, Second Floor, Tallahassee, Florida 32301.

ARTICLE VIII

INCORPORATORS

The name and place of residence of the subscribers of these Articles of Incorporation are as follows:

Name

Address

Cynthia S. Tunnicliff

215 South Monroe Street Second Floor Tallahassee, Florida 32301

ARTICLE IX

DIRECTORS

There shall be no less than three (3) directors of the Corporation. The number and manner of election of directors shall be determined in accordance with the By-Laws of the Corporation. The names and addresses of the persons who are to serve as initial directors until the first election thereof are as follows:

Name

Address

Anthony Varona

3001 N. Rocky Point Road No. 335 Tampa, Florida 33607 Tom Tilbitts

4226 Highway AlA South St. Augustine, Florida 32034

Lyn Hart

251 West Garden Street Pensacola, Florida 32501

ARTICLE X

MEMBERSHIP

The Corporation is to be organized upon a nonstock, certificate of membership basis. Such memberships shall be nonredeemable, nontransferable, and nondividend bearing. Membership in the Corporation shall be composed of all duly qualified members of the Florida Recreational Vehicles Trade Association ("FRVTA"). A member's membership in the Corporation shall automatically terminate if such member ceases to also be a member of FRVTA for any reason.

ARTICLE XI

DISSOLUTION AND DISTRIBUTION

Upon the dissolution of the Corporation, as ts shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed 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 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 or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, we have subscribed our names this _______, day of ________, 1995.

Inthia S. Tunnicliff, Incorporator

STATE OF FLORIDA
COUNTY OF Leon

> Barbarn M. Danders NOTARY PUBLIC - STATE OF FLORIDA

Barbare Co. Sanders
PRINTED NAME OF NOTARY; COMMISSION
NUMBER AND EXPIRATION OF COMMISSION

Personally known to me or produced the following identification:

BARBARA G. SANDERS
MY COMMISSION // CC423164 EXPIRES
February 13, 1999
February 13, 1999

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CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Chapter 617, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

| 1. | The name of the corporation is:FRVTA EDUCATIONAL | |
|----|--|----------|
| | FOUNDATION, INC. | <u> </u> |
| 2. | The name and address of the registered agent and office | is: |
| | Randy Miller | |
| | (NAME) | |
| | , , | • |
| | 215 South Monroe Street, Second Floor | |
| | (P.O. BOX NOT ACCEPTABLE) | |
| | Tallahassee, Florida 32301 | |
| | (CITY/STATE/ZIP) | |
| | SIGNATURE CONTRACT TITLE Incorporator DATE March 20 1995 | <u>/</u> |

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 THIS 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.

SIGNATURE CALL WALL DATE MARCH DE, 1995
REGISTERED AGENT FILING FEE: \$35.00

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