

1201 HAYS STREET
800-342-0086
904-200-0071
N96000000216



ACCOUNT NO. : 072100000032

REFERENCE : 799269 80354A

AUTHORIZATION :

COST LIMIT : \$ PPD

EFFECTIVE DATE

JANUARY 11, 1996--

ORDER DATE : January 11, 1996

ORDER TIME : 10:26 AM

ORDER NO. : 799269

800001687019
-01/11/96--01068--008
****122.50 ****122.50

CUSTOMER NO: 80354A

CUSTOMER: Ms. Debbie Fricke
WINDERWEEDLE HAINES WARD &
WOODMAN, PA
6th Floor, Barnett Bank Bldg.
390 North Orange Avenue
Orlando, FL 32801

DOMESTIC FILING

NAME: UNITED LABORATORIES
FOUNDATION, INC.

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

EXAMINER'S INITIALS:

RECEIVED
95 JUN 11 PM 12:15
DIVISION OF CORPORATION
FILED
JUN 11 AM 9:15
TALLAHASSEE, FL 32304

Scab
11/21/96

ARTICLES OF INCORPORATION
OF
UNITED LABORATORIES FOUNDATION, INC.

FILED

96 JAN 11 AM 9:15

CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation not for profit under the "Florida Not For Profit Corporation Act", Chapter 617, Florida Statutes.

ARTICLE I

NAME

The name of this corporation is:

UNITED LABORATORIES FOUNDATION, INC.

ARTICLE II

PURPOSES

This corporation is organized exclusively for charitable, literary, educational and scientific purposes, and to receive and maintain a fund or funds of real or personal property, or both, and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, literary, educational and scientific purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 and its regulations as they now exist or they may hereafter be amended.

No part of the net earnings of the corporation shall inure to the benefit of any member, trustee or officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation effecting one or more of its purposes), and no member, trustee or officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. 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 publication or distribution of statements) any political campaign on behalf of any candidate for public office. Except as above provided, the corporation shall not afford pecuniary gains, incidentally or otherwise, to its members, directors, officers or other private persons.

ARTICLE III

MEMBERS

The Board of Trustees shall be members of the corporation and shall have all voting powers. The Trustees shall elect their own successors, and may succeed themselves in office. Any natural person of legal age shall be qualified to be a member of the corporation provided such person shall be elected to the Board of Trustees, and such person shall automatically become a member of the corporation upon such election.

The Board of Trustees may establish and put into effect from time to time bylaws establishing other classes of membership not having powers and fixing from time to time the terms, duties, powers and privileges and responsibilities of each class of membership and of the Advisory Board of Directors, if any.

ARTICLE IV

TERM OF EXISTENCE

This corporation shall commence existence on January 11, 1996, and shall exist perpetually.

ARTICLE V

INCORPORATOR

The name and address of the subscriber is:

NAME

ADDRESS

J. P. Carolan, III

390 N. Orange Avenue
Suite 600
Orlando, FL 32801

ARTICLE VI

OFFICERS

The affairs of the corporation shall be managed by a President, one or more Vice Presidents, a Secretary, a Treasurer, and such other officers as may be provided for by the Board of Trustees from time to time in the bylaws. An officer or trustee may hold one or more offices. The Officers shall be elected by the Board of Trustees annually in accordance with the provisions of the bylaws.

ARTICLE VII

INITIAL OFFICERS

The names of the officers who are to serve until the first election hereunder are:

President	David Robinson
Treasurer	Dale Alderman
Secretary	Michael Hahn

ARTICLE VIII

TRUSTEES

The Board of Trustees of the Corporation shall consist of not less than three (3) persons nor more than seven (7) persons, the exact number to be determined in accordance with the provisions of the bylaws.

ARTICLE IX

INITIAL TRUSTEES

The names and addresses of the persons who are to serve as initial trustees until the first election hereunder are:

<u>NAME</u>	<u>ADDRESS</u>
David Robinson	1991 Industrial Drive Deland, Florida 32724
Edna Robinson	1991 Industrial Drive Deland, Florida 32724
J. P. Carolan, III	390 N. Orange Avenue, Suite 600 Orlando, Florida 32801

ARTICLE X

BYLAWS

The bylaws of the corporation shall be made, altered, or rescinded by affirmative vote of a majority of the Trustees of the corporation.

ARTICLE XI

AMENDMENTS

These Articles of Incorporation may be amended by the affirmative vote of a majority of the Trustees of the corporation, after no less than two (2) days prior written notice to all Trustees.

ARTICLE XII

MISCELLANEOUS

Section 1. Neither the members, trustees, nor officers of the corporation shall be personally liable for any obligations of the corporation of any nature whatsoever; nor shall any of the property of any member, trustee or officer of the corporation be subject to the payment of the obligations of the corporation to any extent whatsoever.

Section 2. The corporation shall have no capital stock.

Section 3. This corporation shall have all powers to carry out its purposes and activities incidental to its purposes in furtherance, and not in limitation of, the powers conferred by law and by the "Florida Not For Profit Corporation Act", Chapter 617, Florida Statutes, or as the same may be amended.

ARTICLE XIII

DISSOLUTION

Upon the dissolution of this corporation the Board of Trustees shall, after paying or making provision for the payment of all the liabilities of the corporation, pursuant to the procedure of provisions of Florida Statutes §617.05, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, literary, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any of the 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.

**ARTICLE XIV - Initial Principal Office;
Initial Registered Office and Agent**

The street address and the mailing address of the initial principal office of the corporation is 1991 Industrial Drive, Deland, Florida 32724. The initial registered office of the corporation shall be 390 N. Orange Avenue, Suite 600, Orlando, Florida 32801, and the registered agent of the corporation at that office shall be J. P. Carolan, III.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation the 10th day of January, 1996.

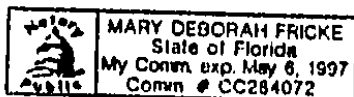
J. P. Carolan, III
J. P. Carolan, III

STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 10th day of January, 1996, by J. P. Carolan, III. He ☒ is personally known to me or [] has produced _____ as identification.

Mary Deborah Fricke
NOTARY SIGNATURE



Mary Deborah Fricke
NOTARY NAME PRINTED
Notary Public; State of Florida
My Commission Expires: 5/6/97

CONSENT OF REGISTERED AGENT

J. P. Carolan, III, the undersigned, hereby accepts appointment and hereby consents to serve as registered agent of United Laboratories Foundation, Inc., a Florida corporation not for profit and agrees to maintain the registered office and accept process according to law.

DATED this 10th day of January, 1996.

J. P. Carolan, III
J. P. Carolan, III

FILED
96 JAN 11 AM 9 16
CLERK OF COURT
JAN 11 1996