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LEWIS OFFICE  
DUNCAN & WARDEN P. A.  
FOXWORTHY PROFESSIONAL BUILDING  
SUITE 101, 1601 JACKSON STREET  
POST OFFICE BOX 240  
FORT MYERS, FLORIDA 33902-0240

FILED

96 FEB 26 PM 3:32

SECRETARY OF STATE  
TALLAHASSEE, FL 32314  
FAX (904) 334-3378

GORDON R. DUNCAN  
ROBERT E. TARDIF JR.  
ANDREW B. EPSTEIN

February 22, 1996

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

re: Articles of Incorporation  
WAYNE "BOOG" BRAUN MEMORIAL SCHOLARSHIP FUND, INC.

Dear Sirs:

Enclosed please find Articles of Incorporation for the above non-profit corporation, Acceptance by Registered Agent, and check for \$122.50 for filing fee.

Please return the Articles to the undersigned at your earliest convenience.

Thank you for your attention to this matter.

Very truly yours,

*Doris J. Harlacher*  
Doris J. Harlacher  
Legal Assistant

:djh  
encl.

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ARTICLES OF INCORPORATION

OF

WAYNE "BOOG" BRAUN MEMORIAL SCHOLARSHIP FUND, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned, being desirous of forming a corporation for educational, charitable or philanthropic purposes, pursuant to Chapter 617, Florida Statutes, do hereby recite the following:

ARTICLE I

The name of this corporation is WAYNE "BOOG" BRAUN MEMORIAL SCHOLARSHIP FUND, INC..

ARTICLE II

This corporation shall have perpetual existence.

ARTICLE III

This corporation may engage in any activity permitted under the laws of the United States and the State of Florida, including the activities to promote following purposes:

1. To establish a scholarship fund in honor of WAYNE BOOG BRAUN. The Corporation will participate in fund raising for the purpose of establishing a fund from which it can award deserving recipients monies to pay, or partially pay, tuition and associated costs incurred in attendance at schools or courses in firefighting, emergency medical treatment, smoke divers and paramedics school. Recipients will be deserving local high school seniors who wish to

make the fire and emergency medical service a career.

2. Such other activity as permitted by Section 617.0301, Florida Statutes. The corporation shall not engage in activities for pecuniary profit.

#### ARTICLE IV

The name of the initial registered agent is LEROY NOTTINGHAM. The initial registered office is 1601 Lee Street, Suite 100, Ft. Myers, Florida 33901. The street address of the initial principal office and the mailing address for the corporation is 1601 Lee Street, Suite 100, Ft. Myers, Florida 33901.

#### ARTICLE V

The affairs of the corporation shall be managed by a Board of Directors consisting of not less than three members known as Directors. Each Director shall be elected by the members of the corporation in the manner as set forth in the By-Laws. The initial members of the Board of Directors each to serve until a successor is appointed are as follows:

<u>Name</u>	<u>Address</u>
RICHARD C. ACKERT	1501 Heitman St. Ft. Myers, FL 33901
JOSEPH P. D'ALLESANDRO	c/o State Attorneys Office Lee County Courthouse 1700 Monroe St. Ft. Myers, FL 33901
LEROY NOTTINGHAM	1601 Lee Street Suite 100 Ft. Myers, FL 33901

#### ARTICLE VI

The name and address of the incorporator hereof is: LEROY NOTTINGHAM, 1601 Lee Street, Suite 100, Ft. Myers, FL 33901.

#### ARTICLE VII

The members of the corporation may provide By-Laws for the conduct of the corporation's business and the carrying on of its purposes as they deem necessary or desirable from time to time.

#### ARTICLE VIII

The Articles of Incorporation of this corporation may be amended by a majority of the members at any annual meeting or at any special meeting called for that purpose.

#### ARTICLE IX

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, 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 corporation. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, (except as otherwise provided in Section 501(h) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law), and the corporation shall not

participate in, or intervene in, (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision in this Article, 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 1954 (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 1954 (or the corresponding provision of any future United States Internal Revenue Law).

#### ARTICLE X

Upon dissolution of the corporation, the Board of Directors, shall, after paying or making provision for the payment of all of the liabilities of the corporation, transfer all of the assets of the corporation exclusively to an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954. Any such assets not so disposed of for any reason shall be disposed of by the Circuit Court of the county in which the principal office of the corporation is then located, exclusively for charitable, educational, religious or scientific purposes, or to such organization or organizations as such Court shall determine, which

are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 21 day of Feb, 1996.

Leroy Nottingham  
LEROY NOTTINGHAM

STATE OF FLORIDA)

COUNTY OF LEE )

BEFORE ME personally appeared LEROY NOTTINGHAM, to me well known to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed the said instrument for the purpose therein expressed.

WITNESS my hand and official seal, this 21<sup>st</sup> day of February, 1996.

Luz Neida Santiago  
Notary Public (SEAL)

My Commission Expires:



**ACCEPTANCE BY REGISTERED AGENT**

The undersigned is familiar with the statutory requirements of and hereby accepts appointment as the Registered Agent of WAYNE "BOOG" BRAUN MEMORIAL SCHOLARSHIP FUND, INC., as contained in the foregoing Articles of Incorporation.

Leroy Nottingham  
LEROY NOTTINGHAM