

N98000005867



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 995653 11626A

AUTHORIZATION :

COST LIMIT : \$ 78.75

Patricia Pizut

ORDER DATE : October 14, 1998

ORDER TIME : 11:42 AM

ORDER NO. : 995653-005

CUSTOMER NO: 11626A

CUSTOMER: Ms. Margie Foster
MYERS KRAUSE & STEVENS
MYERS KRAUSE & STEVENS
Suite 600
5811 Pelican Bay Boulevard
Naples, FL 34108

300002663733--7

DOMESTIC FILING

NAME: THE BECHTOLT PRIVATE
FAMILY FOUNDATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 14 PM 2:55

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98 OCT 14 PM 12:11
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 14 PM 2:55

ARTICLES OF INCORPORATION
OF
THE BECHTOLT PRIVATE FAMILY FOUNDATION, INC.
(A Corporation not for profit)

ARTICLE ONE

NAME

The name of the corporation is THE BECHTOLT PRIVATE FAMILY FOUNDATION, INC. (The "Corporation").

ARTICLE TWO

DURATION

The term of existence of the Corporation is perpetual; the corporation existence will commence on the filing of these articles by the Department of State.

ARTICLE THREE

PURPOSE

The Corporation is organized and shall be operated exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding section of any future federal tax code (hereinafter the "Internal Revenue Code").

ARTICLE FOUR

RESTRICTIONS ON PURPOSE

A. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any director, officer, or member of the Corporation, or any other private individual (except that the Corporation shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the corporate purposes), and no director 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 include the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall neither participate nor intervene (including the publication or distribution of statements) in any political campaign on behalf of (or in opposition to) any candidate for public office, at any time.

B. The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code.

C. The Corporation shall not engage in any prohibited activity described in Florida Statutes Section 617.0835(2).

D. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may be amended in the future, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and the Regulations as they now exist or as they may be amended in the future.

E. Upon the 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, 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, 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, as the Board of Directors shall determine, including but not limited to a donor advised fund at a community foundation which is organized and operated exclusively for such purposes. Any of 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 the Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE FIVE

DIRECTORS

The method of election of the directors of the Corporation is set forth in the bylaws.

ARTICLE SIX

PRINCIPAL OFFICE AND ADDRESS

The address of the principal office of the Corporation is 20818 Desert Sands Drive, Sun City West, Arizona, 85375-5442, and the mailing address of the Corporation is same as above.

ARTICLE SEVEN

REGISTERED OFFICE AND AGENT

The initial registered office of the Corporation shall be located at Myers Krause & Stevens, Chartered, 5811 Pelican Bay Boulevard, Suite 600, Naples, Florida, 34108. The initial Registered Agent of the Corporation at that address shall be Richard S. Franklin, Esq.

ACCEPTANCE

Having been named as the Registered Agent of the Corporation to accept service of process, at the place indicated in this Article, I accept to act in this capacity and agree to comply with the provisions of the Florida Statutes relative to keeping the office open.



Richard S. Franklin, Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 14 PM 2:55

ARTICLE EIGHT
INCORPORATORS

The names and residence addresses of the incorporators are:

NAME	ADDRESS
Richard L. Bechtolt	20818 Desert Sands Drive, Sun City West, AZ
Nancy C. Bechtolt	20818 Desert Sands Drive, Sun City West, AZ

IN WITNESS WHEREOF, we have subscribed our names this 18th day of SEPTEMBER, 1998.

Richard L. Bechtolt
Richard L. Bechtolt, Incorporator

Nancy C. Bechtolt
Nancy C. Bechtolt, Incorporator