

N 98000006725

ATTORNEYS' TITLE
 Requestor's Name
 Address
 City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

98 NOV 25 PM 3:01

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| NEW FILINGS | |
|--------------------------|-------------------|
| <input type="checkbox"/> | Profit |
| <input type="checkbox"/> | NonProfit |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication |
| <input type="checkbox"/> | Other |

| AMENDMENTS | |
|--------------------------|----------------------------------------|
| <input type="checkbox"/> | Amendment |
| <input type="checkbox"/> | Resignation of R.A., Officer/ Director |
| <input type="checkbox"/> | Change of Registered Agent |
| <input type="checkbox"/> | Dissolution/Withdrawal |
| <input type="checkbox"/> | Merger |

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| OTHER FILINGS | |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report |
| <input type="checkbox"/> | Fictitious Name |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/QUALIFICATION | |
|----------------------------|---------------------|
| <input type="checkbox"/> | Foreign |
| <input type="checkbox"/> | Limited Partnership |
| <input type="checkbox"/> | Reinstatement |
| <input type="checkbox"/> | Trademark |
| <input type="checkbox"/> | Other |

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SECRETARY OF STATE
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ARTICLES OF INCORPORATION
OF
THE SANIBEL SCHOOL FOUNDATION, INC.

The undersigned, pursuant to the Florida Not For Profit Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE ONE

The name of the corporation is THE SANIBEL SCHOOL FOUNDATION, INC.

ARTICLE TWO

CORPORATE DURATION

The duration of the corporation is perpetual.

ARTICLE THREE

PURPOSES

The general purposes for which the corporation is organized are:

1. Said organization is organized exclusively for charitable, educational and scientific pursuits, 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 or corresponding section of any future federal tax code.
2. Subject to the foregoing Paragraph, the corporation is also organized for the transaction of any other lawful business for which corporations may be incorporated under the Florida Not For Profit Corporation Act of 1991, or engagement in any other activity which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to such lawful business.
3. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization 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 of this document, the organization shall not carry on any other activities not permitted

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to be carried on (a) by an organization exempt from federal income tax under section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

4. The specific purposes for which the corporation is formed are as follows:

- (a) To pursue charitable, scientific, literary and educational purposes generally;
- (b) To advance and promote science, learning, medicine, literature, music, art, and human welfare;
- (c) To make financial contributions to corporations, trusts, community chests, funds or foundations organized and operated exclusively for charitable, scientific, literary, educational or religious purposes, no part of the net earnings of which inures to the benefit of any private stockholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation;
- (d) To acquire by gift, grant or otherwise money and property of every kind, nature and description and to administer and use the same and any income or proceeds thereof solely for the aforesaid purposes.

ARTICLE FOUR

MEMBERSHIP

The qualifications for members and manner of their admission shall be as regulated by the by-laws.

ARTICLE FIVE

EARNINGS

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof.

ARTICLE SIX

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 2440 Palm Ridge Road, Sanibel, FL 33957 and the name of its initial registered agent at such address, is David Owens

ARTICLE SEVEN

DIRECTORS

The number of directors constituting the initial board of directors of the corporation is three. The name and address of each person who is to serve as a member of the initial board of directors is: Jacque Owens, 1098 Sandcastle Road, Sanibel, FL 33957
Alex Cook, 1437 Causey Court, Sanibel, FL 33957
Ken Nirenberg, 775 Limpet Drive, Sanibel, FL 33957

The name of each person who is to serve as an initial officer of the corporation is:

President: Jacque Owens
Secretary: Ken Nirenberg
Treasurer: Alex Cook

ARTICLE NINE

DISSOLUTION

Upon the dissolution of the organization, assets 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 disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization 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 TEN
INCORPORATOR

The name and address of the Incorporator is: David Owens

c/o Island Financial Services
2440 Palm Ridge Road, Sanibel, FL 33957

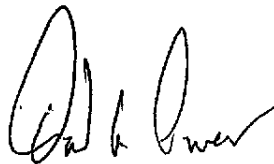
ARTICLE ELEVEN
MAILING ADDRESS

The Mailing Address of the corporation is 2440 Palm Ridge Road,
Sanibel, FL 33957.)

ARTICLE TWELVE

The corporation shall indemnify its directors, officers, employees and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of
Incorporation this 11 day of November 1998.



David Owens
Incorporator

DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

Pursuant to the provisions of F.S. 607.0501, 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 THE SANIBEL SCHOOL FOUNDATION, INC.
2. The name of the registered agent is David A. Owens
3. The address of the registered agent/registered office is to 2440 Palm Ridge Road, Sanibel, FL 33957.

ACCEPTANCE

Having been named as registered agent and designated to accept service of process for the above corporation, 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.

By:



Date:

11/11/98

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