

N98000007132

Lee F. Arnold
Attorney At Law
235 Holiday Ln.
Winter Springs, FL 32708-3203
407-327-7822
lfarnold@sprynet.com

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 17 PM 3:15

December 15, 1998

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314-6327

500002714485--1
-12/17/98--01053--001
*****87.50 *****87.50

Re: Apollo One Memorial Foundation, Inc.

Enclosed are an original and two copies of the articles of incorporation for the Apollo One Memorial Foundation, Inc.

Also enclosed is \$87.50 for the filing fee, certified copy, and certificate of status.

Please return the certified copy and certificate of status to me.

Very truly yours,



Lee F. Arnold

D. BROWN DEC 17 1998

**ARTICLES OF INCORPORATION OF
APOLLO ONE MEMORIAL FOUNDATION, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 17 PM 3:15

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act hereby adopts the following Articles of Incorporation:

ARTICLE I – NAME

The name of the Corporation is Apollo One Memorial Foundation, Inc.

ARTICLE II – PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is PO Box 115, Cape Canaveral, FL 32920-0115.

ARTICLE III – GENERAL AND SPECIFIC PURPOSES

The Apollo One Memorial Foundation, Inc. will preserve historic Launch Complex 34 located at the Cape Canaveral Air Station, Florida and other items related to the Apollo One tragedy. On January 27, 1967, astronauts Virgil (Gus) Grissom, Edward White, and Roger Chaffee died at Launch Complex 34 when fire swept through their Apollo One capsule.

This Corporation is organized 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, or the corresponding section of any future federal tax code.

ARTICLE IV – ELECTION OF DIRECTORS

The Incorporator shall appoint the initial Board of Directors. The Corporation's bylaws shall govern subsequent election of directors.

ARTICLE V – INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are Roger McCormick, 7695 Patti Dr., Merritt Island, FL 32953-6508.

ARTICLE VI – INCORPORATOR

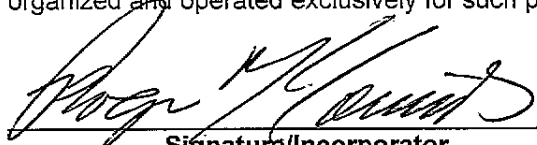
The name and address of the Incorporator to these Articles of Incorporation are Roger McCormick, 7695 Patti Dr., Merritt Island, FL 32953-6508.

ARTICLE VII – LIMITATIONS

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 purposes set forth in Article III. 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 publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, 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, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future tax code

ARTICLE VIII – DISSOLUTION

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future 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 distributed shall be disposed of by a court of competent jurisdiction 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.

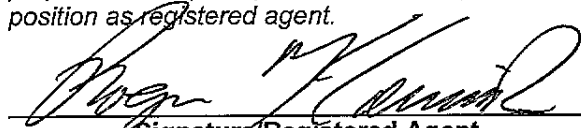


Signature/Incorporator
ROGER MCCORMICK

12-12-98

Date

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/Registered Agent
ROGER MCCORMICK

12-12-98

Date

FILED STATE
SECRETARY OF CORPORATIONS
98 DEC 17 PM 3:15