

SEP 13-2007 14:14 DLA PIPER US LLP 813 229 1447 .01  
**P07 000102863**

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

(((H07000226530 3)))



H070002265303ABCZ

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To:

Division of Corporations  
Fax Number : (850)205-0381

From:

Account Name : DLA PIPER US LLP-TAMPA  
Account Number : 076424002364  
Phone : (813)229-2111  
Fax Number : (813)229-1447

**FLORIDA PROFIT/NON PROFIT CORPORATION**

**Keller Florida Inc.**

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$87.50

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

07 SEP 14 PM 12:49

Electronic Filing Menu

Corporate Filing Menu

Help



September 13, 2007

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

DLA PIPER US LL-TAMPA

SUBJECT: KELLER FLORIDA INC.  
REF: W07000045291

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The conflict number is F07000002087.

If you have any further questions concerning your document, please call (850) 245-6995.

Wanda Cunningham  
Document Specialist  
New Filing Section

FAX Aud. #: H07000226530  
Letter Number: 707A00054247

H070002265303

**ARTICLES OF INCORPORATION  
OF  
KELLER FOUNDATIONS FLORIDA INC.**

The undersigned, acting as sole incorporator, adopts these Articles of Incorporation and forms a profit corporation (the "Corporation") under the Florida Business Corporation Act (the "Act"), as follows:

**I.  
Name**

The name of the Corporation is **Keller Foundations Florida Inc.**

**II.  
Term of Existence**

The Corporation's existence commences on the date of the filing of these Articles of Incorporation with the Department of State of the State of Florida. The Corporation will have perpetual existence thereafter.

**III.  
Principal Office**

The principal office and mailing address of the Corporation is 6850 Benjamin Road, Tampa, Florida 33634.

**IV.  
Capital Stock**

The Corporation is authorized to issue 1,000 shares of \$0.001 par value common stock, which will be designated Common Stock.

**V.  
Initial Registered Office and Agent**

The street address of the initial registered office of the Corporation is 1200 South Pine Island Road, Plantation, Florida 33324, and the name of its initial registered agent at such address is CT Corporation System.

**VI.  
Directors**

The Corporation will have 4 directors initially. The number of directors may be increased or decreased from time to time as provided in the bylaws of the Corporation, but the Corporation will always have at least 1 director. The names and addresses of the initial directors of the Corporation, who will serve until his successor is duly elected and qualified, are:

07 SEP 14 PM 12:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

H070002265988

<u>Name</u>	<u>Address</u>
Justin R. Atkinson	6850 Benjamin Road Tampa, Florida 33634
James W. G. Hind	6850 Benjamin Road Tampa, Florida 33634
Robert M. Rubright	6850 Benjamin Road Tampa, Florida 33634
Richard N. Yale	6850 Benjamin Road Tampa, Florida 33634

**VII.**  
**Incorporator**

The name and address of the incorporator signing these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
Andrew L. McIntosh	101 E. Kennedy Boulevard, Suite 2000 Tampa, Florida 33602

**VIII.**  
**Affiliated Transactions**

The Corporation elects not to be governed by the requirements or other provisions regarding affiliated transactions of Section 607.0901 of the Act. Therefore, the terms of such section of the Act will not apply with respect to the approval, adoption, authorization, ratification or effectuation of any affiliated transactions involving the Corporation.

**IX.**  
**Control Share Acquisitions**

The Corporation elects not to be governed by the requirements or other provisions regarding control-share acquisitions of Section 607.0902 of the Act. Therefore, the terms and provisions of Section 607.0902 will not apply with respect to any control-share acquisition of any equity securities of the Corporation and the equity securities of the Corporation will have any and all other rights and privileges available under the Act.

**X.**  
**Bylaws**

The power to adopt, alter, amend or repeal bylaws will be vested in the Corporation's

H070002265988

Board of Directors.

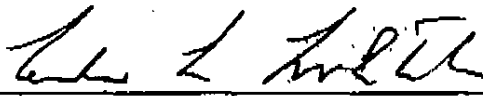
**XI.**  
**Indemnification**

The Corporation will indemnify any director or officer or any former director or officer, to the fullest extent permitted by law.

**XII.**  
**Amendment**

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on September 11, 2007.

  
\_\_\_\_\_  
Andrew L. McIntosh, Incorporator

H070002265305

**ACCEPTANCE BY REGISTERED AGENT**

CT Corporation System accepts the appointment as Registered Agent of Keller Foundations Florida Inc. to accept service of process on its behalf, at the place designated in these Articles of Incorporation. CT Corporation System is familiar with, and accepts, the obligations of its position as registered agent as provided for in the Act

Dated: 9-11, 2007.

CT Corporation System

By: Name: Peter F. SouzaTitle: Assistant SecretarySECRETARY OF STATE  
TALLAHASSEE, FLORIDA

07 SEP 14 PM 12:49

FILED

H070002265305