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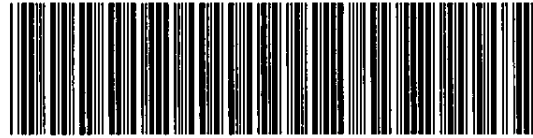
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June 18, 2012

Department of State
Division of Corporations
CORPORATE FILINGS
P.O. Box 6327
Tallahassee, FL 32314

Re: Articles of Incorporation

Dear Sir/Madam:

Enclosed please find Articles of Incorporation on behalf of our client, Shadow Wood Charitable Foundation, Inc., together with a check in the amount of \$78.75, filing fee and certified copy. Thank you for your assistance.

Very truly yours,

KNOTT EBELINI HART



Paula A. Weller, FRP
paralegal to Thomas B. Hart
Encls:

cc: William B. Lentz

**ARTICLES OF INCORPORATION OF
SHADOW WOOD CHARITABLE FOUNDATION, INC.
(a Florida corporation, not for profit)**

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ARTICLE I

Name

The name of the corporation is Shadow Wood Charitable Foundation, Inc. (hereinafter called "Corporation"), a corporation not for profit.

ARTICLE II

Principal Office

The principal office of the Corporation shall be at 9815 Bay Meadow, Bonita Springs, Florida 34135.

ARTICLE III

Purpose

The Corporation is a non-profit organization organized and operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as may be amended. No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee or officer of the Corporation or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes) and no member, trustee or officer of the Corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets upon dissolution of the Corporation.

ARTICLE IV

Existence

The Corporation shall exist perpetually until dissolved by due process of law.

ARTICLE V

Board of Trustees

The lawful authority and powers of the Corporation shall be exercised, its properties controlled and its affairs conducted by a board of directors to be known as the Board of Trustees. The number of Trustees of the Corporation may be increased or decreased from time to time under the Bylaws, but shall never be less than three (3). The Trustees shall be elected and serve for terms as provided in the Bylaws.

ARTICLE VI

Initial Trustees

The names and addresses of the initial Trustees of the Corporation are as follows:

William B. Lentz
9815 Bay Meadow
Bonita Springs, FL 34135

David W. Courtney
22331 Banyan Hideaway Drive
Bonita Springs, FL 34135

Chester A. Hobert, Jr.
23132 Foxberry Lane
Bonita Springs, FL 34135

ARTICLE VII

Registered Office and Agent

The name and address of the registered agent of the Corporation is Thomas B. Hart, Esquire, 1625 Hendry Street, Suite 301, Fort Myers, FL 33901.

ARTICLE VIII

Incorporator

The name and address of the incorporator is William B. Lentz, 9815 Bay Meadow, Bonita Springs, FL 34135.

ARTICLE IX

Basis Under Which Corporation is Organized

The Corporation is a not for profit corporation as defined by the Not For Profit Corporation Act in Chapter 617 of the Florida Statutes.

ARTICLE X

Bylaws

The Board of Trustees of the Corporation may adopt such Bylaws for the conduct of the business of the Corporation and the carrying out of its purposes as such Trustees may deem necessary from time to time.

Article XI

Amendment to Articles

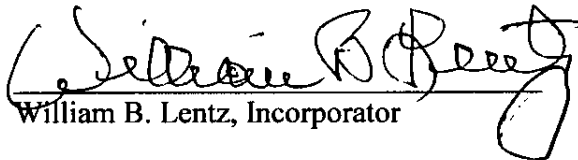
The power to adopt, alter, amend or repeal these Articles shall be vested in the Board of Trustees by affirmative vote of two-thirds (2/3) of the Trustees in the manner provided for in the Bylaws of the Corporation.

ARTICLE XII

Distribution of Assets Upon 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 any 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 so disposed of 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, that are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, the undersigned has made, subscribed and acknowledged these Articles of Incorporation on this 13TH day of JUNE, 2012.

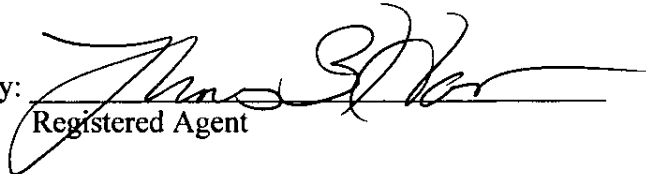

William B. Lentz, Incorporator

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHO PROCESS MAY BE SERVED

In pursuance of Chapter 48.091 Florida Statutes, the following is submitted in compliance with said Act:

First - that SHADOW WOOD CHARITABLE FOUNDATION, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at 9815 Bay Meadow, Bonita Springs, Florida 34135, has named THOMAS B. HART, located at KNOTT EBELINI HART, 1625 Hendry Street, Suite 301, Fort Myers, Florida 33901, as its agent to accept service of process within this State.

ACKNOWLEDGMENT: Having been named to accept service of process for the above-stated corporation at place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

By: 
Registered Agent

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