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FLORIDA PROFIT/NON PROFIT CORPORATION
E 5 SOLUTIONS FOUNDATION, INC.

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Articles of Incorporation

(In Compliance with Chapter 617, F.S., (Not for Profit))

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Article I:
Name**

The name of this corporation is E 5 Solutions Foundation, Inc.,

**Article II:
Duration**

The corporation shall have perpetual existence, unless it shall hereafter be dissolved according to law.

**Article III:
Principal Office**

The initial principal place of business and mailing address of this corporation shall be:

1576 Bella Cruz Drive, Suite 409,
The Villages, Florida, 32159

**Article IV:
Purpose**

The purposes for which the corporation is formed and the business and objects to be carried on and promoted by it are as follows:

- (a) The corporation is organized exclusively for charitable and/or educational purposes, including, but not limited to, educating and assisting individuals, communities, community development corporations, for profit and not for profit corporations and businesses in economic development and community empowerment.
- (b) 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 the furtherance of the purposes set forth in

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the purpose clause hereof. No 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 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.

Article V: Powers

The corporation is empowered to exercise the powers permitted non-profit corporations under Chapter 617 of the Florida Statutes.

Article VI 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 purpose.

Article VII: Manner of Election

The initial directors are to be appointed by the incorporator. Subsequent directors are to be elected by existing directors.

**Article VIII:
Initial Directors**

<u>Name</u>	<u>Address</u>
Richard B. Dodge	3984 Grove Park Drive Tallahassee, Florida 32311
Richard J. Hickman	11860 SE 178th Street Summerfield, Florida 34491
John P. Joseph, Esquire	2429 Central Avenue Suite 201 St. Petersburg, Florida 33713
Christine L. Smiley	5235 Harbor Ridge Court Lady Lake, Florida 32159
Douglass E. Smiley	5235 Harbor Ridge Court Lady Lake, Florida 32159

**Article IX:
Initial Registered Agent and Street Address**

John P. Joseph, Esquire
Pinellas Legal Center
2429 Central Avenue, Suite 201
St. Petersburg, FL 33713

**Article X:
Indemnification**

The corporation shall indemnify any present or former officer, director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

**Article XI:
Incorporators**

The name and address of the incorporator is as follows:

John P. Joseph, Esquire	2429 Central Avenue Suite 201 St. Petersburg, Florida 33713
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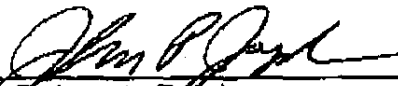
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ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for E5 Foundation, Inc., at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501.


John P. Joseph, Esquire
Registered Agent

October 22, 2010
Date

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation for the purpose of forming a corporation under the laws of Florida; I the undersigned have personally executed these Articles of Incorporation on October 22, 2010.

By: 
John P. Joseph, Esquire

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