ARTICLES OF INCORPORATION

OF

INDIAN RIVER COUNTY 4-H FOUNDATION, INC.

(A Non-Profit Organization)

We, the undersigned have this ____ day of _____, 2008, voluntarily associated ourselves together for the purpose of forming a non-profit corporation under the laws of the State of Florida, and hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the said non-profit corporation is **INDIAN RIVER COUNTY 4-H FOUNDATION, INC.,** herein after referred to as the "corporation."

ARTICLE II

The initial street address of the principal office of this corporation is 1028 20th Place, Suite D, Vero Beach, Florida 32960. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE III

The duration of the Corporation is perpetual.

ARTICLE IV

The specific purposes for which this corporation is organized is as follows:

A. The primary purpose for which this Corporation is formed is to promote the educational objectives of the Indian River County 4-H Club Program under direction of the Florida Cooperative Extension Service, University of Florida; to foster mental, physical, social, spiritual and all other aspects of youth development; to support Extension programs in the interest of youth as the Board of Directors of the Corporation may deem appropriate, to do any and all things necessary and proper for the accomplishment of the objectives enumerated in its Articles of Incorporation, or necessary or incidental to benefit and protection of the Corporation, and to participate in any lawful business necessary or incidental to the attainment of the objectives of the Corporation as provided by law.

B. Other purposes for which this Corporation is formed are: to do all the acts and things, and business in any manner connected with the objects or purposes or powers of the Corporation or calculated directly or indirectly to promote the interests, objectives, and ideals of the organization, and in addition, to have and exercise all rights, powers and privileges now or hereafter belonging to or conferred upon non-profit corporations existing under the laws of the

State of Florida. None of the property or the income from the Corporation shall inure to the benefit of any officer, director or member of the Corporation.

C. The foregoing statement of purpose or purposes shall be construed as a statement of both purpose and powers and the purposes and powers in each clause shall, except were otherwise expressed, be in no ways limited or restricted by reference to or inference from the terms of provisions of any other clause, but shall be regarded as independent purposes and powers.

ARTICLE V

This Corporation is organized exclusively as a nonprofit corporation, and its activities shall be conducted for the aforesaid purposes in such manner that no part of its net earnings will incur to the benefit of any member, Director, Trustee, Officer or individual.

ARTICLE VI

The name and address of the initial Registered Agent and Office of this corporation shall be Margaret Keys McCain, whose street address is 1826 14th Avenue, Suite 201, Vero Beach, Florida 32960.

ARTICLE VII

There shall be four classes of membership of the Corporation, to wit:

A. BOARD OF DIRECTORS: There shall be no more than fifteen (15) members of the Board of Directors and the number shall be determined from time to time by the Board of Directors. Members of the Board of Directors shall be persons with a paramount interest in and be dedicated to the objectives of the Corporation. They shall be selected from diversified occupations and geographical locations in which the Corporation operates. Members of the Board of Directors shall have full voting rights at all meetings of the Corporation but such members shall not be required to pay dues. The Indian River County 4-H Agent or that Agent's delegate shall be a non-voting member of the Board of Directors.

B. HONORARY MEMBERS: The number shall be determined from time to time by the Board of Directors. An Honorary Member shall be a recognized leader in his/her field of endeavor and in the community in which he/she lives. Honorary Members shall be selected from diversified occupations and geographic locations so that this membership will represent a broad cross section of leaders in the area in which the Corporation operates. No dues shall be charged an Honorary Member. They shall not have the right to vote at any meeting of the Corporation, however, they shall have the right to take part in discussions at such meetings.

C. DONOR MEMBERS: The number of Donor Members shall be determined from time by the Board of Directors. Donor Members shall be persons, organizations, corporations and agencies interested in the educational objectives of the Corporation, who upon approval of the Board of Directors enter into contract or memorandum of understanding with the Corporation in support of the objectives of the program of the Corporation. Donor Members shall not have the right to vote at any meeting of the Corporation, however, they shall have the right to take part in discussions at such meetings.

D. SUSTAINING MEMBERS: The number of Sustaining Members shall be determined and set forth from time to time in the BY-LAWS of the Corporation. Sustaining Members shall be persons, organizations, corporations or agencies who are interested in the education objectives of the Corporation who have expressed their willingness to actively sponsor the work of the Corporation and who contribute to the Corporation the amount of $50.00 or more per year. A Sustaining Member shall not have the right to vote at any of the meetings of the Corporation, however, they shall have the right to take part in the discussions at such meetings.

ARTICLE VIII

The By-Laws of said Corporation shall define the duties of the Directors, Officers and Trustees of the Corporation; that the manner of election and term of office of the Directors, Officers and Trustees of the Corporation shall be as set forth in the By-Laws of the Corporation; that the number of persons to serve in the capacity of Directors may be changed from time to time by the By-Laws of said Corporation, and that said Corporation is hereby granted authority to make a Code of By-Laws for its government, and to amend the same from time to time as provided in said By-Laws.

A. The Board of Directors, their nominations, election or appointment, installation of election or appointment, power and authority shall be in accordance with the provisions of the By-Laws of this Corporation.

B. The governing body of this Corporation shall be its Board of Directors, and from said Board of Directors they shall elect the following officers: President, Vice President, Secretary and Treasurer. Said elected officials shall be called the Officers of the Corporation, and shall consist of no less than three members. The qualifications, manner and time of selection, duties and responsibilities of said officers shall be published in the By-Laws.

C. The names and addresses of the persons who are to act in the capacity of Directors of this Corporation until the selection of their successors are as follows:

President:
Margaret Keys McCain

Vice President:
Kathy Smith

Secretary:
Sam ms

Treasurer:
Mars romang

ARTICLE IX

The names and addresses of the members of the Temporary Board of Directors and the Officers who shall manage the affairs of the Corporation until the first election or appointment under these Articles of Incorporation are as follows:

President:
Margaret Keys McCain

Vice President:
Kathy Smith

Secretary:
Sam ms

Treasurer:
Mars romang

ARTICLE X

The said Corporation is organized pursuant to the General Non-profit Corporation Law.

ARTICLE XI

This Corporation is organized with the permission of Florida Cooperative Extension Services, University of Florida, and the business of the Corporation and all its acts, decisions and other actions of its Officers and members in carrying out its purpose and powers shall at all times conform with the provisions of the Indian River County 4-H enacted pursuant thereto as well as the provisions of State law.

ARTICLE XII

Recommendations to adopt, alter, amend or rescind the By-Laws of the Corporation shall be approved by a majority vote of the Board of Directors of the Corporation. The Articles of Incorporation may be amended by a majority vote of the Board of Directors of the Corporation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this _____ day of October, 2008.

_____ _____

Margaret Keys McCain, President Kathy Smith, Vice President

_____ _____

Sam Adams, Secretary Marsha Fromang, Treasurer

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

BEFORE ME, a Notary Public in and for the State of Florida, duly qualified and acting as an officer aforesaid to take acknowledgments, personally appeared Margaret Keys McCain to me known to be the persons who executed the foregoing Articles of Incorporation of Indian River County 4-H Foundation, Inc., and she acknowledged that she executed the same for the purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Vero Beach, Florida, this _____ day of October, 2008.

_____

_____
(Print, type or stamp commissioned
name of notary public)

Personally known_____ or produced identification____

Type of identification produced_____

STATE OF FLORIDA

COUNTY OF INDIAN RIVER

BEFORE ME, a Notary Public in and for the State of Florida, duly qualified and acting as an officer aforesaid to take acknowledgments, personally appeared Kathy Smith to me known to be the persons who executed the foregoing Articles of Incorporation of Indian River County 4-H Foundation, Inc., and she acknowledged that she executed the same for the purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Vero Beach, Florida, this _____ day of October, 2008.

_____

_____
(Print, type or stamp commissioned
name of notary public)

Personally known_____ or produced identification____

Type of identification produced_____

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

BEFORE ME, a Notary Public in and for the State of Florida, duly qualified and acting as an officer aforesaid to take acknowledgments, personally appeared Sam Adams to me known to be the persons who executed the foregoing Articles of Incorporation of Indian River County 4-H Foundation, Inc., and he acknowledged that he executed the same for the purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Vero Beach, Florida, this _____ day of October, 2008.

_____

_____
(Print, type or stamp commissioned
name of notary public)

Personally known_____ or produced identification____

Type of identification produced_____

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

BEFORE ME, a Notary Public in and for the State of Florida, duly qualified and acting as an officer aforesaid to take acknowledgments, personally appeared Marsha Fromang to me known to be the persons who executed the foregoing Articles of Incorporation of Indian River County 4-H Foundation, Inc., and she acknowledged that she executed the same for the purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Vero Beach, Florida, this _____ day of October, 2008.

_____

_____
(Print, type or stamp commissioned
name of notary public)

Personally known_____ or produced identification____

Type of identification produced_____

CONSENT OF REGISTERED AGENT

Having been named as registered agent for this corporation at the registered office designated in the foregoing Article of Incorporation, the undersigned accepts the designation.

Dated this _____ day of October, 2008.

_____
Margaret Keys McCain, ESQ.
Registered Agent