

ARTICLES OF INCORPORATION
OF
LIBRARY SYSTEM FOUNDATION OF LEE COUNTY, INC.
(a corporation not for profit)

THE UNDERSIGNED, acting as sole incorporator of a corporation not for profit to be formed under the Florida Not For Profit Corporation Act, adopts the following Articles of Incorporation:

FIRST: The name of the corporation (the "Corporation") is:

LIBRARY SYSTEM FOUNDATION OF LEE COUNTY, INC.

The initial principal office and mailing address of the Corporation is:

5215 Tower Drive
Cape Coral, FL 33904

SECOND: The term for which the Corporation is to exist shall be perpetual or until such time as the Corporation shall have been dissolved in accordance with the laws of the State of Florida.

THIRD: The Corporation shall have members, the qualifications and voting rights of whom shall be as set forth in the Corporations Bylaws.

FOURTH: The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations qualifying as organizations exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding sections of any future federal tax code. Specifically, the intended purpose of the organization is to provide, support and supplement the

library services of the Lee County Library System, to assist generally in the promotion of reading, literacy and media education as well as to engage in any lawful act or activity for which corporations not for profit may be formed under the Florida Not For Profit Corporation Act.

FIFTH: The name of the initial registered agent of the Corporation is Virginia Yates and the street address of the initial registered agent, which shall be the registered office of the Corporation, is 5215 Tower Drive, Cape Coral, FL 33904.

SIXTH: The manner in which the directors are to be elected or appointed shall be as stated in the bylaws of the Corporation.

SEVENTH: The name and address of the sole incorporator is:

Robert D. Pritt
850 Park Shore Drive
Third Floor
Naples, FL 34103

EIGHTH: 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 the organization 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 the purpose clause hereof. No substantial 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 for) 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 purpose 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 sections 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 sections of any future federal tax code.

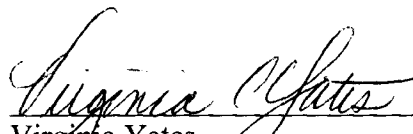
NINTH: Upon the dissolution of the organization, assets shall be distributed to one or more exempt entities and for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding provision of future federal tax code, or shall be distributed to the federal government, or a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Circuit Court (or similar court) 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 purposes.

IN WITNESS WHEREOF, the undersigned, being the sole incorporator, has executed these Articles of Incorporation on this 18th day of April, 2007.



Robert D. Pritt
Sole Incorporator

I, Virginia Yates, having been designated to act as registered agent, hereby agree to act in such capacity.


Virginia Yates
Initial Registered Agent