

THE HUNGERFORD FAMILY FOUNDATION, INC.

(A Not For Profit Corporation)

ARTICLES OF INCORPORATION

The Undersigned Incorporator, for the purposes of forming a corporation under the State of Florida Not For Profit Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I – NAME AND PURPOSE

Section 1. Name. The name of the Corporation shall be The Hungerford Family Foundation, Inc. (the “Foundation”). The Foundation shall be organized under the laws of the State of Florida with its principal office located at 4151 Pelicans Nest Drive, Bonita Springs, Florida, 34134-7924 until such time as another location is established by the Board of Trustees.

Section 2. Purpose. The Foundation shall be a non-partisan, non-sectarian, not for profit Corporation organized and operated exclusively for charitable, literary, and educational purposes, no part of the net earnings of which shall inure to the benefit of any Member or individual. More specifically, the Foundation shall be organized and operated exclusively for the purpose of (a) receiving charitable contributions and bequests to provide for scholarships, (b) undertaking genealogical research into the spread of Hungerford diaspora throughout the world, (c) establishing a research library, archives and museum for the preservation of original historical artifacts, manuscripts, bibles, photographs and other materials pertaining to the Hungerford diaspora, (d) preservation and replacement of Hungerford gravestones, and (e) undertaking educational activities pertaining to the Hungerford diaspora.

Section 3. Open to the Public. The Foundation shall be open to the general public without regard to race, creed, or country of origin. The Foundation shall normally receive a substantial part of its support (exclusive of income received in the exercise or performance by the Foundation of its

charitable, educational, and other authorized purposes) from direct and indirect contributions from the general public.

Section 4. Prohibited Activities. The Foundation shall not engage in any activities which could be construed as either carrying on propaganda or otherwise attempting to influence legislation. The Foundation shall neither participate in nor intervene in (including the publishing or distributing of statements) any political campaign on behalf of (or in opposition to) any candidate for public office.

ARTICLE II – MEMBERSHIP

The Foundation will have, at its inception, two classes of Members, designated as Founding Members and Members. Founding Members shall be those who contribute \$100.00 or more in the Founding Year 2015 and requests membership on a form approved by the Board of Trustees. A Member shall be any person who in a calendar year contributes \$20.00 (or such other amount as may be set by the Board of Trustees from time to time) or more and requests membership on a form approved by the Board of Trustees. The Board of Trustees may establish classes of membership by resolution from time to time in its sole discretion.

ARTICLE III – GOVERNING BODY

Section 1. Board of Trustees. The Governing Body of the Foundation shall be a Board of Trustees elected by the Founding Members and Members that will not exceed eleven (11) at any time. The Board of Trustees shall be comprised of an odd number of Trustees at all times.

Section 2. Elected Trustees. Elected Trustees shall be a President, Vice President, Secretary and Treasurer.

Section 3. Appointed Trustees. There shall be five (5) Appointed Trustees who shall be appointed by the Elected Trustees in their sole discretion. The Elected Trustees shall take

geographic diversity as a primary qualification for office in making appointments of Appointed Trustees. The Elected Trustees may define the full scope of qualifications for the office of Appointed Trustee in their sole discretion from time to time.

Section 4. Initial Trustees and Terms of Trustees. The Trustees comprising the initial Board of Trustees shall hold office until the first periodic election of Trustees and shall be:

President: Richard W. Hungerford
13810 Frederick Avenue
Omaha, NE 68138-6210

Vice President: Andre J. Hungerford
14 Mason Street
Portland, ME 04103-3037

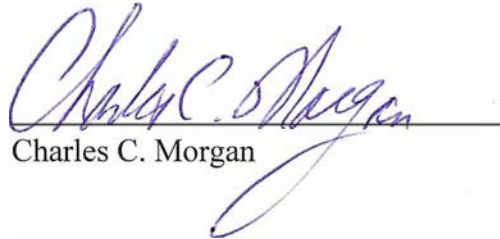
Mailing address:
P.O. Box 7584
Portland, ME 04112-7584

Treasurer: Charles C. Morgan
4151 Pelicans Nest Drive
Bonita Springs, FL 34134-7924

Thereafter, Elected Trustees shall be elected by the Members for a term of three (3) years. Each Elected Trustee shall hold office for the term for which elected and until a successor has been selected and qualified. A Trustee may resign or may be removed from office, as outlined in the By Laws of the Foundation, provided that such action shall serve the best interests of the Corporation. In the event of a vacancy in the office of an Elected Trustee due to death or disability, the remaining Elected Trustees may appoint an interim Elected Trustee to serve until a special election of Members is held to fill the vacancy can be completed, such special election to be held no later than three (3) months following the decease of such Elected Trustee.

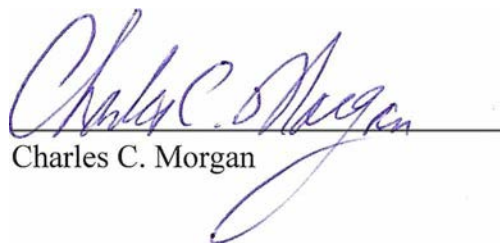
ARTICLE IV – INITIAL REGISTERED AGENT AND STREET ADDRESS

Section 1. Initial Registered Agent. Charles C. Morgan, residing at 4151 Pelicans Nest Drive, Bonita Springs, Florida, 34134-7924, is constituted as the initial registered agent of the Foundation and is authorized to accept service of process for the Foundation at that address. The said Charles C. Morgan has accepted such appointment and has agreed to act in that capacity. The said Charles C. Morgan has set forth his signature herein below on December 16, 2014 signifying his agreement to comply with the provisions of all statutes relating to the proper and complete performance of the duties of a registered agent under Florida law and further signifying that his is familiar with and accepts the obligations of the position of registered agent.


Charles C. Morgan

ARTICLE V – INCORPORATOR

Designee. I, Charles C. Morgan, residing at 4151 Pelicans Nest Drive, Bonita Springs, Florida, 34134-7924 have been designated Incorporator of this Foundation with full authority to initiate, file, and sign all necessary documents relating to the incorporation process.


Charles C. Morgan

ARTICLE VI – AMENDMENTS

These Articles of Incorporation may be amended pursuant to the application provisions of the Foundation By-Laws.