

N01000001211

Ross E. Libby, Jr.
Route 1, Box 1690
Hilliard, FL 32046

May 25, 2001

Department of State
Corporate Division
P. O. Box 6327
Tallahassee, FL 32314

RE: Hilliard Middle-Senior High School Educational Foundation, Inc.
a not for profit corporation

Dear Sir:

Enclosed you will find the following regarding the above matter:

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-05/23/01 -01077--002
*****35.00 *****35.00

1. Certificate Relating to Restated Articles of Incorporation;
2. Original and one copy of Restated Articles of Incorporation;
3. Copy of your letter dated May 9, 2001; and
4. Check in the sum of \$35.00 to file Restated Articles of Incorporation.

If you require anything further, please do not hesitate to contact me.

Sincerely yours,

Ross E. Libby, Jr.
Ross E. Libby, Jr.

FILED
01 AUG -1 AM 8:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RELjr:bjl

Enclosures

Restat

T. LEWIS AUG 2 2001

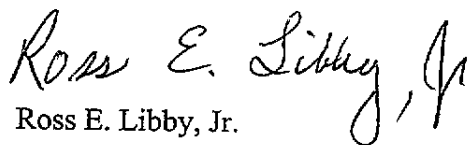
Ross E. Libby, Jr.
Route 1, Box 1690
Hilliard, FL 32046
July 26, 2001

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Dear Sir:

Enclosed you will find the original and copy of the Restated Articles of Incorporation and Certificate Relating to Restated Articles of Incorporation of Hilliard Middle-Senior High School Educational Foundation, Inc., a not for profit corporation. Please let me know if anything further is needed.

Sincerely,


Ross E. Libby, Jr.

RELjr
Enclosure



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 7, 2001

ROSS E. LIBBY, JR.
ROUTE 1, BOX 1690
HILLIARD, FL 32046

SUBJECT: HILLIARD MIDDLE-SENIOR HIGH SCHOOL EDUCATIONAL
FOUNDATION, INC.
Ref. Number: N01000001211

We have received your document for HILLIARD MIDDLE-SENIOR HIGH SCHOOL EDUCATIONAL FOUNDATION, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 701A00035066

RECEIVED
01 AUG - 1 AM 8:17
DIVISION OF CORPORATIONS

Ross E. Libby, Jr
Route 1, Box 1690
Hilliard, FL 32046

May 1, 2001

Department of State
Corporate Division
P. O. Box 6327
Tallahassee, FL 32314

**RE: Hilliard Middle-Senior High School Educational Foundation, Inc.
Amended Articles of Incorporation**

Dear Sir:

Enclosed you will find the original and copy of Amended Articles of Incorporation mentioned above for filing. If you have any questions, please do not hesitate to contact me.

Sincerely yours,

Ross E. Libby Jr.
Ross E. Libby, Jr.

RELJr:bjl

Enclosure

RECEIVED
01 MAY -3 AM 10:45
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 9, 2001

Ross E. Libby, Jr.
Route 1, Box 1690
Hilliard, FL 32046

SUBJECT: HILLIARD MIDDLE-SENIOR HIGH SCHOOL EDUCATIONAL
FOUNDATION, INC.
Ref. Number: N01000001211

We have received your document for HILLIARD MIDDLE-SENIOR HIGH SCHOOL EDUCATIONAL FOUNDATION, INC. . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Please file the document as either Articles of Amendment or Restated Articles of Incorporation pursuant to applicable Florida Statutes.

Amendments for nonprofit corporations are filed in compliance with section 617.1006, Florida Statutes. Please see the attached information.

Restated articles should comply with section 616.1007, Florida Statutes. A copy of the statutes is enclosed. Forms are not available.

The fee to file articles of amendment is \$35. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

The fee to file Restated Articles of Incorporation or Amended and Restated Articles of Incorporation is \$35. Certified copies are optional and are \$8.75 for the first 8 pages of the document and \$1 for each additional page, not to exceed \$52.50.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6901.

Susan Payne

Senior Section Administrator

Letter Number: 901A00027488

CERTIFICATE RELATING
TO
RESTATED
ARTICLES OF INCORPORATION
OF

FILED
01 AUG -1 AM 8:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HILLIARD MIDDLE-SENIOR HIGH SCHOOL
EDUCATIONAL FOUNDATION, INC.
a not for profit corporation

Pursuant to the provisions of section 617.1007(3) Florida Statutes, the undersigned Florida nonprofit corporation states

FIRST: Amendment(s) adopted:

1. The Restated Articles of Incorporation did not require member approval, and the board of directors adopted the restatement.

HILLIARD MIDDLE-SENIOR HIGH SCHOOL
EDUCATIONAL FOUNDATION, INC.
a not for profit corporation

Robin Westmoreland
ROBIN WESTMORELAND
Chairman, Board of Directors
1000 Eastwood Road #1-2
Hilliard, FL 32046

Ross E. Sibley, Jr.
ROSS E. LIBBY, JR.
Director/Incorporator
Route 1, Box 1690
Hilliard, FL 32046

July 19, 2001

**RESTATED
ARTICLES OF INCORPORATION**

OF

**HILLIARD MIDDLE-SENIOR HIGH SCHOOL
EDUCATIONAL FOUNDATION, INC.**

The undersigned, for the purpose of forming a corporation not-for-profit under the laws of the State of Florida, Chapter 617, the Florida Not-For-Profit Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I. NAME

Section 1.1. The name of the corporation shall be:
HILLIARD MIDDLE-SENIOR HIGH SCHOOL EDUCATIONAL FOUNDATION, INC.

ARTICLE II. PRINCIPAL OFFICE AND MAILING ADDRESS

Section 2.1. The address of the principal office of this corporation shall be One Flashes Avenue, Hilliard, Florida 32046.

ARTICLE III. PURPOSES

Section 3.1. Purposes. This corporation is organized for the purpose of transacting any or all lawful activity permitted under the laws of the United States of America and of the State of Florida for a not-for-profit corporation.

Section 3.2. Limitations on Actions. All of the assets and earnings shall be used exclusively for the purposes set forth herein, and no part of the next earnings of the corporation shall enure to the benefit of, or be distributable to, its members, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered. No substantial part of the activities of the corporation shall be the carrying-on of the propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in any political campaign on behalf of any candidate for public office.

ARTICLE IV. DIRECTORS

Section 4.1. Number. This corporation shall have three (3) directors. The number of directors may be increased or diminished from time to time, but shall never be less than the number required by F. S. Section 617.0803(1) or successor provision.

Section 4.2. Directors. The names and street addresses of the directors of the corporation are:

Brenda Kersey
RR 4 Box 7625
Hilliard, FL 32046

Robin Westmoreland
1000 Eastwood Road #1-2
Hilliard, FL 32046

Ross E. Libby, Jr.
Rt 1 Box 1690
Hilliard, FL 32046

Section 4.3. Election. The directors shall be elected for the term and by the method stated in the corporation's bylaws.

Section 4.4. Compensation. The board of directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any directors of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

Section 4.5. Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

ARTICLE V. INITIAL REGISTERED AGENT AND ADDRESS

Section 5.1. Name and Address. The name and street address of the Registered Agent of this corporation is: Dale P. Braddock, One Flashes Avenue, Hilliard, FL 32046

ARTICLE VI. INCORPORATOR

Section 6.1. Name and Address. The name and street address of the incorporator of this corporation is: Ross E. Libby, Jr., Rt 1 Box 1690, Hilliard, FL 32046.

ARTICLE VII. DURATION

Section 7.1. Duration. This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed, except that if they are not filed by the Department of State of the State of Florida within five days, exclusive of legal holidays, after they are executed, corporate existence shall commence upon filing by the Department of State.

ARTICLE VIII. MEMBERS

Section 8.1. Members. The members of the corporation shall consist of the persons designated in Article IV as the Board of Directors and such other persons as the Board of Directors may elect from time to time.

ARTICLE IX. DISSOLUTION

Section 9.1 Dissolution. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation by distributing the assets to such organization or organizations which, at such time, is or are qualified as an exempt organization under Section 501(c)(3) and which are described in Sections 170(c), 170(b)(1)(A), 2055(a), and 2522(a), as the Board of Directors shall determine. All section references are to the Internal Revenue Code of 1986, as amended.

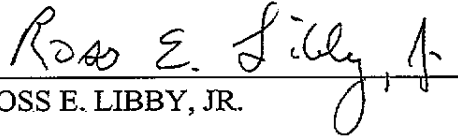
ARTICLE X. BYLAWS

Section 10.1. Bylaws. The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the members or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the members if the members specifically provide that such bylaw is not subject to amendment or repeal by the directors.

ARTICLE XI. AMENDMENT

Section 11.1. Amendment. This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the members is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and seal on this 24 day of May, 2001.


ROSS E. LIBBY, JR.

CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA

In compliance with Sections 48.091, 617.0202 and 617.0501, Florida Statutes, the following is submitted:

HILLIARD MIDDLE-SENIOR HIGH SCHOOL EDUCATIONAL FOUNDATION, INC.,
a not for profit corporation

desiring to organize or qualify under the laws of the State of Florida hereby designates Dale P. Braddock as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be One Flashes Avenue, Hilliard, FL 32046.

DATED this 24 day of May, 2001.


DALE P. BRADDOCK

Having been named as registered agent to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED this 24 day of May, 2001.


DALE P. BRADDOCK