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CHRISTOPHER J. SMITH
GARY L. SUMMERS
ROBERT Q. WILLIAMS
W. GRANT WATSON
LINDSAY C. TAYLOR HOLT
KAELY SMITH FRYE

March 5, 2009

Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

Re: **FLCARH Scholarship Foundation, Inc.**

Gentlemen:

Enclosed are the original and one copy of the Articles of Incorporation for FLCARH Scholarship Foundation, Inc. If the Articles meet with your approval, please file them and return the copy to our office with a stamp showing that it has been filed.

Enclosed is a check to cover the costs of this corporation, which are as follows:

\$ 35.00 -	Filing fee
8.75 -	Certificate of Status
<u>35.00 -</u>	Registered Agent Designation
 \$ 78.75	 Total

Thank you for your cooperation in this matter.

Sincerely,



Gary L. Summers

GLS/ds

Enclosures

ARTICLES OF INCORPORATION
OF
FLCARH SCHOLARSHIP FOUNDATION, INC.

ARTICLE I

Corporate Name, Principal Office and Mailing Address

The name of the corporation is FLCARH Scholarship Foundation, Inc. The mailing address of the corporation is P.O. Box 1029, Clearwater, Florida 33757, and the street address of the principal office of the corporation is 1006 Grove Street, Clearwater, Florida 33757.

ARTICLE II

Corporate Nature

This corporation is a not-for-profit corporation, organized for general educational purposes pursuant to the provisions of Chapter 617 of the Florida Statutes, the Florida Not For Profit Corporation Act (the "Act").

ARTICLE III

Duration

The term of existence of this corporation is perpetual.

ARTICLE IV

General and Specific Purposes

- (a) To provide for the advancement of education and any other related or corresponding charitable purposes by the distribution of its funds for such purposes, including without limitation the distribution of its funds in the form of scholarships that enable individuals to further their education.
- (b) To acquire (by gift, purchase or otherwise), own, hold, improve, operate, maintain, convey, sell, lease, transfer or otherwise dispose of real or personal property in connection with the operation and affairs of the corporation.
- (c) To borrow money and mortgage, pledge, or hypothecate any or all real or personal property of the corporation as security for money borrowed or debts incurred.

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- (d) To fix, levy, collect and enforce payment by any lawful means of all charges and assessments required for the operation of the corporation and its affairs.
- (e) To make and enforce reasonable rules and regulations governing the operation of the corporation and the use of its assets.
- (f) To exercise all of the common law and statutory powers of a corporation not for profit.
- (g) To operate exclusively in any other manner for such religious, charitable, and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended, including private foundations and private operating foundations. All contributions to the corporation shall be charitable contributions to an exempt organization under Section 501(c)(3).

ARTICLE V

Management of Corporate Affairs

(a) **Board of Trustees.** The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Trustees. The number of trustees who shall serve on the Board shall never be less than three (3). The number of trustees may be increased or decreased in the manner provided for in the bylaws. The names and addresses of the initial trustees are as follows:

Pamela K. Borton
1006 Grove Street
Clearwater, Florida 33765

Tashia Hale
11635 NW 1 Avenue
Gainesville, Florida 32607

Crystal Mathis
300 West Dixie Avenue
Leesburg, Florida 34748

Richard Miscuk
1006 Grove Street
Clearwater, Florida 33755

Norine Lewis
3111 Paces Mill Road Southeast
Atlanta, Georgia 30339

Toni Stephens
678 West Bay Street
Winter Garden, Florida 34787

Kevin T. Flynn
516 Lakeview Road, Suite 8
Clearwater, Florida 33756

(b) **Election of Trustees.** The trustees shall be elected in the manner set forth in the bylaws.

ARTICLE VI

Nonprofit Nature

The corporation shall not exist or be operated for pecuniary profit. A dividend shall not be paid, and no part of the net earnings, the income or the profit of the corporation shall inure to the benefit of, or be distributable to, its members, trustees, or officers. Notwithstanding the nonprofit nature of the corporation as described in this article, the corporation shall be authorized and empowered to pay reasonable compensation to its members, trustees and officers for actual services rendered to the corporation, may confer benefits upon its members in conformity with the corporation's purposes, and may reimburse its members for actual expenses incurred for or on behalf of the corporation, as permitted by Chapter 617, Florida Statutes, as said Act may be amended from time to time.

ARTICLE VII

Earnings, Activities and Distribution of Assets

(a) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of this corporation.

(b) No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation 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.

(c) Upon dissolution of the corporation, the board of trustees, after paying or making provision for the payment of all liabilities of the corporation, shall dispose of the assets of the corporation exclusively for the purposes of the corporation, or to such organization or organizations organized and operated exclusively for the purposes for which the corporation has been formed, or to one or more charitable, educational, religious or scientific organizations as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue Law, as the board of trustees shall determine, or to the federal, state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purpose or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

(d) Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE VIII

Membership

Qualifications for membership in the corporation, and the manner of admission of members, shall be as regulated by the bylaws for the corporation.

ARTICLE IX

Incorporator

The names and street addresses of the incorporator of this corporation are as follows:

Pamela K. Borton
1006 Grove Street
Clearwater, Florida 33757

ARTICLE X

Registered Agent and Office

The address of the corporation's registered office shall be 380 West Alfred Street, Tavares, Florida 32778, and the name of the registered agent at said address shall be Gary L. Summers.

ARTICLE XI

Dedication of Assets

The property of this corporation is irrevocably dedicated to educational and related or corresponding charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual, except as stated in Article VII of these articles.

ARTICLE XII

Amendment

The articles of incorporation may be amended by the affirmative vote of the members of the board of trustees at an annual or a special meeting of the trustees at which a quorum is present. Notice of the proposed amendment or amendments, outlining the terms of the amendment or amendments shall be furnished in writing to the members of the board of trustees by mail, fax, or electronic means at least fifteen (15) days prior to the date of the meeting at which the proposed amendment or amendments shall be considered and acted upon by the board of trustees.

The undersigned, being the incorporator of this corporation, for the purpose of forming this

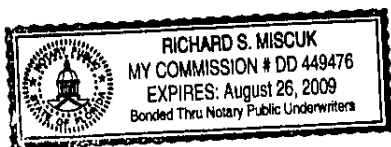
non-profit corporation under the laws of the State of Florida, has executed these articles of incorporation this 24th day of February, 2009.

Pamela K. Borton

Pamela K. Borton, Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 24th day of February, 2009, by Pamela K. Borton, ☒ who is personally known to me, or ☐ who has produced _____ as identification.



Richard S. Miscuk

Notary Signature

Richard S. Miscuk

Printed Notary Signature

My Commission Expires: 8/26/09

I hereby accept the appointment as registered agent of FLCARH Scholarship Foundation, Inc., and state that I understand and am familiar with the obligations of the position of registered agent.

Gary L. Summers

Gary L. Summers

Registered Agent

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