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FLORIDA PROFIT/NON PROFIT CORPORATION
LPS Foundation, Inc

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**ARTICLES OF INCORPORATION
OF
LPS FOUNDATION, INC.**

The undersigned, acting as incorporator of a corporation not for profit pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation for such corporation.

ARTICLE I

The name of the corporation is LPS Foundation, Inc. The initial principal street address and mailing address of the corporation is 601 Riverside Avenue, Jacksonville, Florida 32204.

ARTICLE II

The period of the duration of the corporation is perpetual unless dissolved according to law. Corporate existence shall commence upon the filing and acceptance of these articles in the office of the Secretary of State of Florida.

ARTICLE III

The purposes for which the corporation is organized are religious, charitable, scientific, literary and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. The corporation shall not carry on any other activities not permitted to be carried on by: (a) a corporation qualifying for exemption from federal income tax as an organization described in Section 501(c)(3) of the Internal Revenue Code or any successive statute; (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code or any successive statute; or (c) a corporation organized under Chapter 617, Florida Statutes or its successors.

ARTICLE IV

The corporation shall have one member, and the conditions of membership shall be as set forth in the corporation's bylaws.

ARTICLE V

The government of the corporation and the management of its affairs shall be vested in the Board of Directors. To the extent not provided for in these Articles of Incorporation, the qualification, duties, term of office, and manner of election of the Board of Directors shall be fixed, determined, and subject to the bylaws of the corporation. The number of Directors constituting the initial Board of Directors of the corporation is three (3). The number of Directors shall not be less than three (3), nor more than nine (9). The members of the Board of Directors shall be elected to serve until their successors have been duly elected and qualified. The names of the persons who are to serve as the initial Directors of the corporation are Hugh R. Harris, Thomas L. Schilling and Todd C. Johnson.

ARTICLE VI

The corporation is organized under a non-stock basis, and no shares of capital stock shall be issued.

ARTICLE VII

In the event of dissolution of the corporation, after paying or adequately providing for the debts and obligation of the corporation, the residual assets of the corporation will be distributed to one or more nonprofit funds, foundations or corporations, which are organized and operated exclusively for charitable, educational, or religious, and/or scientific purposes and which have established their tax-exempt status under Sections

501(c)(3) and 170(c)(2) of the Internal Revenue Code, as amended, or corresponding sections of its successors,

ARTICLE VIII

The name and address of the incorporator is Colleen E. Haley, 601 Riverside Avenue, Jacksonville, Florida 32204.

ARTICLE IX

These Articles of Incorporation may be amended by the Board of Directors in the manner provided by law.

ARTICLE X

Initial bylaws of the corporation shall be adopted by the Board of Directors and shall be thereafter effective. Amendments to the bylaws shall be made in the manner provided in such bylaws.

ARTICLE XI

The corporation shall be a corporation not for profit. No part of its assets or earnings shall inure to or be distributed for the benefit of any private shareholder or individual; provided, however, that the preceding provision shall not prevent the corporation from paying reasonable and ordinary and necessary expenses of employees, officers and agents.

ARTICLE XII

The street address of the initial registered office of the corporation is 1200 South Pine Island Road, Plantation, Florida, 33324. The name of the initial registered agent at such address is CT Corporation System.

IN WITNESS WHEREOF, the undersigned being the incorporator of the corporation has executed these Articles of Incorporation effective as of the 25th day of June, 2012 for the purpose of forming the corporation not for profit under the laws of the State of Florida.



Colleen E. Haley, incorporator

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF
PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED**

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Pursuant to Chapter 617, Florida Statutes, the following is submitted, in compliance with said act:

LPS Foundation, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Certificates of Incorporation, in the County of Duval, State of Florida, has named CT Corporation, System, 1200 South Pine Island Road, Plantation, Florida 33324 as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated Corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office effective as of the 25th day of June, 2012

CT CORPORATION SYSTEM,
Registered Agent

By: Barbara A. Burke

Print Name: Barbara A. Burke
Special Assistant Secretary

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