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FLORIDA NON-PROFIT CORPORATION

LABPA EDUCATION FOUNDATION, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

2nd Request

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ARTICLES OF INCORPORATION

EFFECTIVE DATE

OF

5-1-99

LABPA EDUCATION FOUNDATION, INC.

I, the undersigned natural person, acting as incorporator of a corporation under the Florida Not For Profit Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I

Name

The name of the corporation is LABPA Education Foundation, Inc.

ARTICLE II

Principal Office

The principal office of LABPA Education Foundation, Inc., shall be located in Naples, Collier County, Florida, with an initial address of c/o Melinda P. Riddle, Esq., 9955 North Tamiami Trail, Suite 3, Naples, Florida, 34108.

ARTICLE III

Effective Date

The effective date of the corporation, LABPA Education Foundation, Inc., is May 1, 1999.

ARTICLE IV

Duration

The duration of the corporation shall be perpetual.

ARTICLE V

Purposes

The purposes for which the corporation is organized are to raise funds for the purpose of supporting and promoting the education of the relevant community by way of scholarships, and shall include any lawful activity or function consistent therewith, and within the purposes for which a corporation may be organized under the Florida Not For Profit Corporation Act, Chapter 617 of the Florida Statutes, as well as to promote awareness and community support for the corporation's activities and functions.

ARTICLE VI

Members

The number or classes of members, the designation of the classes and their qualifications and rights shall be as stated in the bylaws of the corporation. The corporation may issue membership

Melinda P. Riddle, Esq.
Florida Bar No. 722634
9955 N. Tamiami Trail, #3
Naples, FL 34108
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certificates. The frequency, notice, conduct, voting, and quorum requirements for members' meetings shall be as determined in the bylaws of the corporation.

ARTICLE VII
Directors

The affairs of the corporation shall be managed by a Board of Directors whose number and qualifications shall be fixed by the Bylaws, but shall be no less than three (3). The number of directors constituting the initial Board of Directors shall be three (3). The name and address of the initial Directors are:

Melinda P. Riddle
9955 N. Tamiami Trail, Ste.3
Naples, FL 34108

Mirna Perez-Pearson
2031 Swainsons Run
Naples, FL 34105

Yvette L. Saco
2004 Sheffield Av
Marco Island, FL 34145

The initial Board of Directors shall serve until the election and qualification of the Board of Directors of the corporation.

ARTICLE VIII
Limitation on Activities

The corporation shall not directly or indirectly engage in any of the following transactions with any political organization or other exempt organization (other than a 501(c)(3) organization): (a) grants; (b) purchases or sales of assets; (c) rental of facilities or equipment; (d) loans or loan guarantees; (e) reimbursement arrangements; (f) performance of services, membership, or fundraising solicitations; or (g) sharing of facilities, equipment, mailing lists or other assets, or paid employees.

ARTICLE IX
Registered Office and Agent

The address of the initial registered office of the corporation is 9955 North Tamiami Trail, Suite 3, Naples, Florida, 34108, and the name of its initial registered agent at such address is Melinda P. Riddle.

ARTICLE X
Incorporator

The name and address of the incorporator is: Melinda P. Riddle, 9955 North Tamiami Trail, Suite 3, Naples, Florida, 34108.

ARTICLE XI
Distribution of Assets Upon Dissolution

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, religious, or scientific

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purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as such court shall determine, which a re organized and operated exclusively for such purposes.

Executed this 4th day of May, 1999.

Melinda P. Riddle
MELINDA P. RIDDLE

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 4rd day of May, 1999, by MELINDA P. RIDDLE, who is personally known to me, or who has produced _____ State Driver's License, Number _____, as identification, and who did not take an oath.

SWORN TO AND SUBSCRIBED before me this 4rd day of May, 1999.

Wendy K. Pruneda
Signature of Notary



Wendy K. Pruneda
Name of Notary Printed

CC620632
Serial Number, Commission
Number (if any) Printed

Melinda P. Riddle, Esq.
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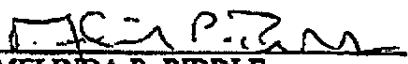
CERTIFICATE OF ACCEPTANCE OF DESIGNATED REGISTERED AGENT AND REGISTERED OFFICE

In Compliance with Section 48.091, Florida Statutes and Section 617 of the Florida Not For Profit Corporation Act, the following is submitted:

- 1. That LABPA Education Foundation, Inc., desiring to organize under the laws of the State of Florida, has named MELINDA P. RIDDLE, located at 9955 North Tamiami Trail, Suite 3, Naples, Florida, 34108, as its agent to accept service of process within the State of Florida.


 MELINDA P. RIDDLE, Incorporator
 Dated: May 4, 1999

- 2. That, having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity; I am familiar with and accept the obligations of Section 617 of the Florida Not for Profit Corporation Act and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


 MELINDA P. RIDDLE,
 Registered Agent
 Dated: May 4, 1999

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