

717172

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

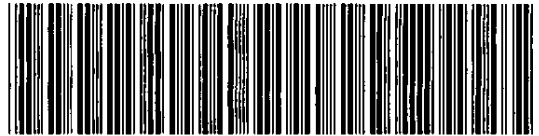
Certified Copies



Certificates of Status

Special Instructions to Filing Officer:

Office Use Only



000158672600

07/27/09--01048--016 \*\*43.75

FILED

2009 AUG 14 AM 8:32

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Restated w/NC

TB

AUG 17 2009

LAW OFFICES OF  
**LEONARD OSHINSKY, P.A.**

LAS OLAS CENTRE II - SUITE 970  
350 EAST LAS OLAS BOULEVARD  
FORT LAUDERDALE, FLORIDA 33301

LEONARD OSHINSKY  
ADMITTED IN FLORIDA AND CONNECTICUT.

TELEPHONE (954) 527-4100  
FACSIMILE (954) 527-7800

July 22, 2009

Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Re: Hallandale Community Council Scholarship Fund, Inc.

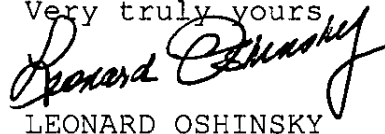
Dear Sirs:

Enclosed please find an original and one (1) copy of the Restated Articles of Incorporation regarding the above-named corporation. Also enclosed please find our check in the amount of \$43.75 made payable to the Secretary of State representing the filing fee of \$35.00 and \$8.75 for a certified copy of same.

Please file the original Articles and return one (1) certified copy to this office.

Thank you for your cooperation in this matter.

Very truly yours,



LEONARD OSHINSKY

LO:jb  
Encl.  
jb41787  
FedEx

LAW OFFICES OF  
**LEONARD OSHINSKY, P.A.**

LAS OLAS CENTRE II - SUITE 970  
350 EAST LAS OLAS BOULEVARD  
FORT LAUDERDALE, FLORIDA 33301

LEONARD OSHINSKY  
ADMITTED IN FLORIDA AND CONNECTICUT

TELEPHONE (954) 527-4100  
FACSIMILE (954) 527-7800

August 13, 2009

Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Attn: Teresa Brown, Regulatory Specialist II

Re: Hallandale Community Council Scholarship Fund, Inc.  
Reference No. 717172  
Letter No. 909A00025895

Dear Ms. Brown:

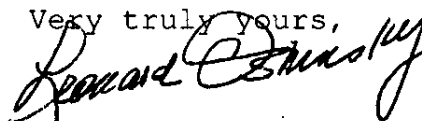
Enclosed please find two fully executed copies of the Restated Articles of Incorporation for the Hallandale Community Council Scholarship Fund, Inc. The written acceptance of the registered agent has been added to both copies of the Restated Articles of Incorporation.

We would appreciate your arranging for the filing of one of the fully executed copies of the Restated Articles and the return of the second to the attention of the undersigned on which is noted the filing of the Restated Articles.

We have also included a copy of your letter of July 28, 2009 and note that we had previously submitted our check for \$43.75 representing the cost of the filing fees and the return of the certified copy.

Thank you very much for your attention and if there is any question remaining we would appreciate if you would call so that we might be quickly responsive.

Very truly yours,



LEONARD OSHINSKY

LO:jb  
Encl.  
jb41872  
FedEx



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

July 28, 2009

LEONARD OSHINSKY  
LAW OFFICES OF LEONARD OSHINSKY, P.A.  
350 E LAS OLAS BLVD STE 970  
FORT LAUDERDALE, FL 33301

SUBJECT: HALLANDALE COMMUNITY COUNCIL SCHLARSHIP FUND, INC.  
Ref. Number: 717172

We have received your document for HALLANDALE COMMUNITY COUNCIL SCHLARSHIP FUND, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

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) 245-6925.

Teresa Brown  
Regulatory Specialist II

Letter Number: 909A00025895

**FILED**  
2009 AUG 14 AM 8:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**RESTATED ARTICLES OF INCORPORATION  
OF  
HALLANDALE COMMUNITY COUNCIL SCHOLARSHIP FUND, INC.  
(A Corporation Not for Profit)**

Pursuant to the provisions of Section 617.1002 and 617.1007 of the Florida Statutes and Article IX of the Articles of Incorporation of the HALLANDALE COMMUNITY COUNCIL SCHOLARSHIP FUND, INC. (a Corporation Not for Profit), (hereinafter referred to as the "Corporation"), the Corporation hereby amends and restates the Articles of Incorporation of the HALLANDALE COMMUNITY COUNCIL SCHOLARSHIP FUND, INC. (a Corporation Not for Profit), Document Number 717172, in their entirety, and states:

First: The Name of the Corporation shall be changed to HALLANDALE SCHOLARSHIP FUND, INC.

Second: The street address of the Corporation is 306 West Hallandale Beach Boulevard, Hallandale Beach, FL 33009, and its mailing address is P.O. Box 1331, Hallandale Beach, FL 33008.

Third: The registered office of the Corporation is 306 West Hallandale Beach Boulevard, Hallandale Beach, FL 33009, and the registered agent at that address is Susan Mandel.

Fourth: The Corporation is a not-for-profit corporation organized to encourage, aid and assist student residents of the City of Hallandale Beach, Florida to further their pursuit of Higher Education in all its forms including that offered by two year and four year colleges and universities and by technical schools. This shall include

but not limited to, providing scholarship awards in the form of grants of financial aid to encourage students in need of such aid to pursue Higher Education. The Corporation is further organized for the purpose of performing all acts and doing all things deemed necessary or desirable to further such purpose, and for the purpose of engaging in any lawful act or activity not for pecuniary profit for which not-for-profit corporations may be organized, so far as is, or may in the future be, permitted by the laws of the State of Florida. All funds of the Corporation and any monies from its operation shall be used in the furtherance of the objectives set forth above, and no benefits shall inure to any private parties, except benefits incidental to the objectives of the Corporation. The Corporation is organized exclusively for charitable, religious, educational and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

Fifth: No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to the Corporation's directors, officers or private individuals, but the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered or expenses incurred and to make payments and distributions in furtherance of the purposes set forth in Article Fourth hereof. Except as otherwise provided in the Corporation's Bylaws, no director or officer shall

be entitled to compensation for services rendered. All distributions by the Corporation must be in accordance with the Corporation's exempt purpose.

Sixth: The Corporation currently has the status of a corporation that is exempt from federal income taxation under Section 501(a) of the Internal Revenue Code as an organization described in Section 501(c)(3) of the Code, and is other than a private foundation by reason of being described in Section 509(a)(1) of the Code. These Articles shall be construed accordingly, and all power and activities of the Corporation shall be limited accordingly. The Corporation shall not carry on propaganda or otherwise attempt to influence legislation to such extent as would result in loss of its exemption from federal income tax under Section 501(c)(3) of the Code. Further, the Corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Seventh: Membership in this Corporation shall be available to any natural person under the terms and conditions as provided in the Bylaws. The Bylaws may provide for voting and non-voting Members.

Eighth: The Duration of this Corporation shall be perpetual.

Ninth: The business affairs of this Corporation shall be managed by the Board of Directors, who shall be chosen by the Members under the terms and conditions as provided in the Bylaws. The initial number of Directors upon the adoption of these Amended and Restated Articles of Incorporation shall be eleven (11).

However, the Members may raise and lower the number of Directors in the manner set forth in the Bylaws.

Tenth: The Board of Directors shall choose, from among the Directors, in the manner set forth in the Bylaws, an Executive Committee, whose members shall serve as the Officers of the Corporation. The Executive Committee shall consist of a President, three (3) Vice Presidents, a Treasurer and a Secretary. The names of the persons who are to serve as Officers until the next annual meeting of the Board of Directors are:

President:	Jeffrey Greaver
Vice President:	Leonard Oshinsky
Vice President:	Bob Perlman
Vice President:	Mary Washington
Treasurer:	Joseph Cesarotti
Secretary:	Judith Selz

Eleventh: The Board of Directors of this Corporation may provide such Bylaws for the conduct of its business and the carrying out of its purposes as they may deemed necessary from time to time. Upon proper notice the Bylaws may be amended, altered or rescinded by a majority vote of the entire Board of Directors present at any regular meeting or any special meeting called for that purpose.

Twelfth: The affirmative vote of a majority of all of the Directors shall be required to adopt or approve the following actions:



- (i) Liquidation or dissolution of the Corporation;
- (ii) Merger, consolidation or transfer of substantially all the assets of the Corporation; or
- (iii) Repeal, modification, amendment, in whole or in part, or addition to the Articles of Incorporation or Bylaws of the Corporation or adoption of new Articles of Incorporation or Bylaws.

The notice of the meeting at which any such action is to be considered shall set forth the subject of the action or actions to be approved. 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 of 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, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (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 in Broward County, Florida, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated for such purposes.

IN WITNESS WHEREOF, the undersigned has executed this instrument the

21<sup>st</sup> day of July, 2009.

  
\_\_\_\_\_  
Jeffrey Greaver, President  
HALLANDALE SCHOLARSHIP FUND, INC.

**ACKNOWLEDGEMENT OF REGISTERED AGENT**

Having been named to accept service of process of the above-stated corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping said office open.

  
\_\_\_\_\_  
SUSAN MANDEL

### CERTIFICATION

Pursuant to Section 617.1007(3) of the Florida Statutes, the Corporation hereby certifies:

1) HALLANDALE COMMUNITY COUNCIL SCHOLARSHIP FUND, INC., which pursuant to these Amended and Restated Articles of Incorporation is changing its name to HALLANDALE SCHOLARSHIP FUND, INC., has amended and restated its Articles of Incorporation in an action that requires the approval of its Membership. The text of the amendments is set forth above.

2) The Amended and Restated Articles of Incorporation were adopted on July 21, 2009, by the Members and the number of votes cast was sufficient for approval.

  
\_\_\_\_\_  
Jeffrey Greaver, President  
HALLANDALE SCHOLARSHIP FUND, INC.

jb41516