

# F01000004302

## TRANSMITTAL LETTER

**TO:** Qualification/Registration Section  
Division of Corporations

**SUBJECT:** The Learning Foundation, Inc.  
(Name of Corporation)

Dear Sir or Madam:

800004495638--3  
-07/25/01--01068--007  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", and check are submitted to register the above referenced not for profit corporation to conducts its affairs in Florida.

Please return all correspondence concerning this matter to the following:

Melodie A. Virtue, Esq.  
(Name of Person)

Garvey, Schubert & Barer

(Firm/Company)

1000 Potomac Street, NW, 5th Floor

(Address)

Washington, DC 20007

(City, State and Zip Code)

W01-17341

For further information concerning this matter, please call:

Melodie A. Virtue  
(Name of Person)

at ( 202 ) 965-7880 -  
Area Code & Daytime Telephone Number

**STREET ADDRESS:**  
Qualification/Tax Lien Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

**MAILING ADDRESS:**  
Qualification/Tax Lien Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SECTION OF STATE  
TALLAHASSEE, FLORIDA

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FILED

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee    ☒ \$78.75 Filing Fee & Certificate of Status    ☐ \$78.75 Filing Fee & Certified Copy    ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

July 27, 2001

MELODIE A. VIRTUE, ESQUIRE  
GARVEY, SCHUBERT & BARER  
1000 POTOMAC STREET, NW, 5TH FLOOR  
WASHINGTON, DC 20007

SUBJECT: THE LEARNING FOUNDATION, INC.  
Ref. Number: W01000017341

FILED  
01 AUG 14 PM 1:22  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

We have received your document for THE LEARNING FOUNDATION, INC. and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please note that you cannot form an adopted name by adding "Florida" or "of Florida" to your original name. You may wish to call the number below to check the availability of any name you wish to use.

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) 245-6958.

Lee Rivers  
Document Specialist

Letter Number: 001A00043735

LAW OFFICES  
**GARVEY, SCHUBERT & BARER**  
A PARTNERSHIP OF PROFESSIONAL CORPORATIONS

SEATTLE  
EIGHTEENTH FLOOR  
1191 SECOND AVENUE  
SEATTLE, WASHINGTON 98101-2939  
(206) 464-3939

FIFTH FLOOR  
1000 POTOMAC STREET N.W.  
WASHINGTON, D.C. 20007  
(202) 965-7880

FAX: (202) 965-1729

PLEASE REPLY TO WASHINGTON, D.C. OFFICE

PORTLAND  
ELEVENTH FLOOR  
121 S.W. MORRISON STREET  
PORTLAND, OREGON 97204-3141  
(503) 228-3939

MELODIE A. VIRTUE  
WASHINGTON, DC OFFICE

E-MAIL ADDRESS  
[mvirtue@gsblaw.com](mailto:mvirtue@gsblaw.com)

August 13, 2001

OUR FILE NO.  
20792-00117-60  
1625-117-60

**VIA FEDEX**

Lee Rivers, Document Specialist  
Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

Re: The Learning Foundation, Inc.  
Ref Number: W01000017341

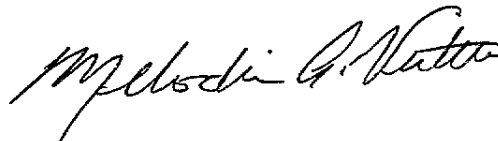
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Dear Mr. Rivers:

Enclosed is the resolution of the Board of Directors of The Learning Foundation, Inc., a Texas corporation, adopting the name of "The Learning Foundation of Texas, Inc." as its assumed name for use in the State of Florida. The enclosed resolution should be associated with its pending application for foreign qualification in the State of Florida. Also enclosed is a copy of your letter to me dated July 27, 2001.

Should you have any further questions, please do not hesitate to call me.

Sincerely,



Melodie A. Virtue

Enclosures  
MAV/blr

WRITTEN CONSENT  
of  
BOARD OF DIRECTORS  
of  
THE LEARNING FOUNDATION, INC.,  
a Non-Profit Corporation

The undersigned, being all of the Directors of the Corporation hereby adopt the following resolutions:

WHEREAS, the Company desires to be qualified to do business in the State of Florida; and

WHEREAS, the State of Florida requires the Company to do business under an assumed name so as not to create confusion with another unaffiliated company with the same name.


BE IT RESOLVED, that the Company hereby authorizes, ratifies, approves, and consents to doing business under the assumed name of The Learning Foundation of Texas, Inc.

BE IT FURTHER RESOLVED, that James C. Hilliard, as President of the Company be, and hereby is, authorized to take any necessary action to cause the Company to be qualified to do business in the State of Florida under the assumed name of The Learning Foundation of Texas, Inc., in the name and on behalf of this Company, as he deems to be necessary or advisable in order to carry into effect the intent of these resolutions.

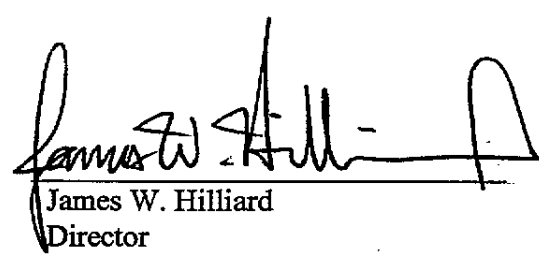
I hereby consent and agree to each and all of the actions taken as set forth above.

Dated: August 3, 2001

  
James C. Hilliard  
Director

  
Richard C. Hindes  
Director

\_\_\_\_\_  
Dirk Johnston  
Director

  
James W. Hilliard  
Director

\_\_\_\_\_  
Sharon Wallack  
Director

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01 AUG 14 PM 1:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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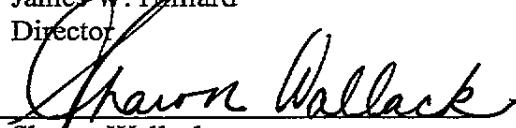
Dated: August 3, 2001

\_\_\_\_\_  
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Director

\_\_\_\_\_  
Richard C. Hindes  
Director

\_\_\_\_\_  
Dirk Johnston  
Director

\_\_\_\_\_  
James W. Hilliard  
Director

  
Sharon Wallack  
Director

FILED  
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TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

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of  
BOARD OF DIRECTORS  
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Director

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James W. Hilliard  
Director

\_\_\_\_\_  
Richard C. Hindes  
Director

\_\_\_\_\_  
Sharon Wallack  
Director

\_\_\_\_\_  
Dirk Johnston  
Director

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR  
AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR  
AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:**

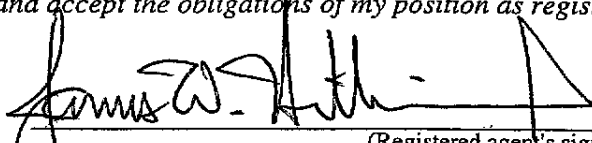
1. The Learning Foundation, Inc.  
(Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)
2. Texas 3. 65-1117858  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 2/8/2001 5. Perpetual  
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon authorization  
(Date corporation first conducted Affairs in Florida - See sections 617.1501, 617.1502, and 817.155, F.S.)
7. 2406 South Congress Avenue  
West Palm Beach, FL 33406  
(Current mailing address)
8. See Exhibit 1  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

**9. Name and street address of Florida registered agent:**

James W. Hilliard  
(Name)  
2406 South Congress Avenue  
(Office address)  
West Palm Beach, Florida, 33406  
(City) (Zip Code)

**10. Registered agent's acceptance:**

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*



(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other

official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

**12. Names and addresses of officers and/or directors: (Street address only- P. O. Box NOT acceptable)**

**A. DIRECTORS (Street address only- P. O. Box NOT acceptable)**

Chairman: James C. Hilliard

Address: 2406 South Congress Avenue  
West Palm Beach, FL 33406

Vice Chairman: James W. Hilliard

Address: 2406 South Congress Avenue  
West Palm Beach, FL 33406

Director: Sharon Wallack

Address: 8176 Dean Road  
Indianapolis, IN 46240

Director: Dirk Johnston

Address: 5995 Northaven Road  
Dallas, TX 75230

**B. OFFICERS (Street address only- P. O. Box NOT acceptable)**

President: James C. Hilliard

Address: 2406 South Congress Avenue  
West Palm Beach, FL 33406

Vice President: James W. Hilliard

Address: 2406 South Congress Avenue  
West Palm Beach, FL 33406

Secretary: James W. Hilliard

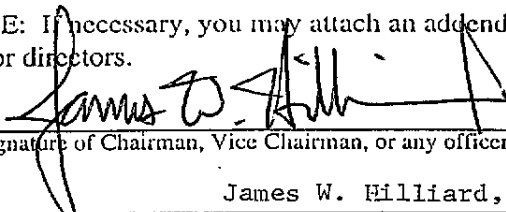
Address: 2406 South Congress Avenue, West Palm Beach, FL 33406

Treasurer: Richard C. Hindes

Address: 2406 South Congress Avenue, West Palm Beach, FL 33406

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.

  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

James W. Hilliard, Vice President

(Typed or printed name and capacity of person signing application)

**FILED**  
01 AUG 14 - PM 1:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



**EXHIBIT 1**

To engage in production and non-commercial broadcasting of educational, scientific, religious, public affairs and cultural entertainment radio programs to serve educational or other public needs of the community, pursuant to licenses and permits granted under terms of applicable statutes and regulations, including the Federal Communications Act, by operating one or more public or community-supported radio stations, and to receive, acquire, hold and administer monies and properties to be used for the advancement of educational and cultural purposes.

**FILED**

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**SECRETARY OF STATE  
TALLAHASSEE FLORIDA**



# The State of Texas

## SECRETARY OF STATE

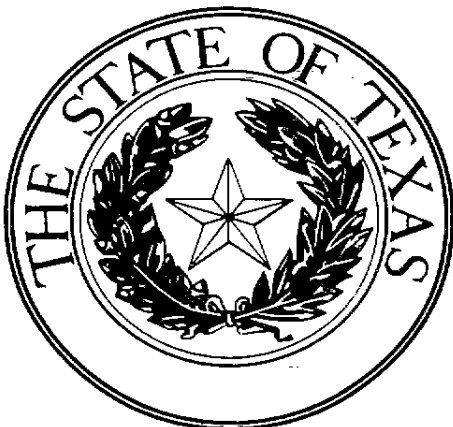
IT IS HEREBY CERTIFIED that  
Articles of Incorporation of

**THE LEARNING FOUNDATION, INC.**  
File No. 1616246-01

were filed in this office and a certificate of incorporation was issued to this corporation,  
and no certificate of dissolution is in effect and the corporation is currently in existence.

FILED  
01 AUG 14 PM 1:22  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

*IN TESTIMONY WHEREOF, I have hereunto  
signed my name officially and caused to be  
impressed hereon the Seal of State at my office in  
Austin, Texas on July 11, 2001.*



*Henry Cuellar*

Henry Cuellar **BAM**  
Secretary of State