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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

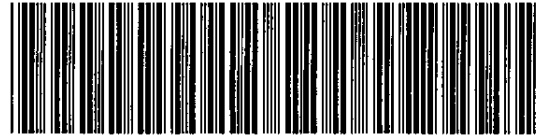
(Business Entity Name)

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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Souper Bowl of Caring, INC.
(Name of Corporation - must include suffix)

Dear Sir or Madam:

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 conduct its affairs in Florida.

Please return all correspondence concerning this matter to the following:

Brad Smith - Executive Director
(Name of Person)

Souper Bowl of Caring
(Firm/Company)

Physical: 302 Berkshire Dr. Columbia, SC 29223

Mailing: P.O. Box 23224
(Address)

Columbia, SC 29224
(City/State and Zip Code)

For further information concerning this matter, please call:

Brad Smith at (803) 788-3746
(Name of Person) (Area Code & Daytime Telephone Number)
Douglas Ford

MAILING ADDRESS:
New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:
New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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

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. Souper Bowl of Caring Incorporated
(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. South Carolina 3. 58-2323535
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. NOV. 15, 2005 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Same as registration
(Date first conducted affairs in Florida if prior to registration. See sections 617.1501 & 617.1502, F.S. to determine penalty liability.)

7. 302 Berkshire Dr. Columbia, SC 29223
(Principal office address)
- P.O. Box 23224 Columbia, SC 29224
(Current mailing address)

8. The purposes for which the corporation is organized are exclusively religious, charitable, scientific, literary and educational within the meaning as section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provision of any future United States Internal Revenue law.
(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: (P.O. Box **NOT** acceptable)

Name: Emily Heeg
Office Address: 2784 Chelsea Cove Dr.
 Jacksonville , Florida 32223
(City) (Zip Code)

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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.

Emily D. Heeg
(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.

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12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Ron Swinson

Address: P.O. Box 101 Columbia, SC 29202

Vice Chairman: Gus Dixon

Address: P.O. Box 11070 Columbia, SC 29211

Director: Lee Bussell

Address: 1411 Gervais Street, 5th Floor
Columbia, SC 29209

Director: Bob Gahagan

Address: 26 Governor's Hill
Columbia, SC 29201

B. OFFICERS

President: Brad Smith - Executive Director

Address: 302 Berkshire Rd
Columbia, SC 29223

Vice President: _____

Address: _____

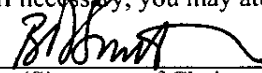
Secretary: _____

Address: _____

Treasurer: Hugh Burgess - Controller

Address: 302 Berkshire Rd. Columbia, SC 29223

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)

14. B.D. Smith Executive Director
(Typed or printed name and capacity of person signing application)

Souper Bowl of Caring
BOARD OF DIRECTORS
2006-2007

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Mr. Brandon McMenemy – Youth Rep.
216 Fallen Oak Drive
Columbia, SC 29229
803-788-7411
Term expires 5/31/07

Mr. Lee Bussell
Chernoff Newman
1411 Gervais Street, 5th Floor
Columbia, SC 29209
803-254-8158
lee.bussell@cmsg.com

Sister Ann Cassidy (Secretary)
Archdiocese of San Antonio
2718 West Woodlawn Avenue
San Antonio, TX 78228
Ph: 210-734-2620 x 116
Acassidy@archdioso.org

Mr. Gus Dixon (Vice Chair)
Nelson, Mullins, Riley, & Scarborough, LLP
PO Box 11070
Columbia, SC 29211
Ph: 803-255-9491
Gus.Dixon@nelsonmullins.com

Mr. Bob Gahagan (Treasurer)
26 Governor's Hill
Columbia, SC 29201
Ph: 888-522-7952
b.gahagan@att.net

H. Wayne Huizenga, Jr.
Huizenga Holdings, Inc.
450 East Las Olas Blvd., Ste. 1500
Fort Lauderdale, FL 33301
954-627-5000
Sylvia-scarrizales@huizenga.com

Ms. June H. Kim
Executive Secretary, World Hunger/and SA&D
Programs
United Methodist Committee on Relief
General Board of Global Ministries, UMC
475 Riverside Drive, Room 330, NY, NY 10115
Tel: 212-870-3877
JKim@gbgm-umc.org

Mrs. Adrienne Morris
AME Church
327 Washington Avenue
Wyoming, OH 45215
Ph: 513-821-1481
Fax: 513-821-3073
aamconndir@cs.com

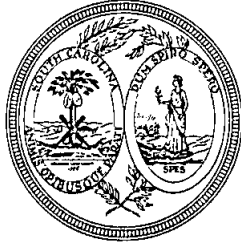
Rev. Dr. David Peterson
Memorial Drive Presbyterian Church
11612 Memorial Drive
Houston, TX 77024
713-953-2550 X130
davepet@mdpc.org

Rev. Dr. Brad Smith (Exec. Director)
PO Box 23224
Columbia, SC 29224
Ph: 800-358-7687/ 803-788-3746
Fax: 803-419-7244
Cell: 803-414-6591
brad@souperbowl.org

Mr. Ron Swinson (Chair)
Peach Properties
PO Box 101
Columbia, SC 29202
Ph: 803-779-1234
ron.swinson@cbre.com

Dr. Faye Wilson (Past Chair)
6448 Mary Jane Drive
Salisbury, MD 21801
Ph (home): 410-543-2384
Ph (work): 410-677-4529
geefaye@comcast.net

The State of South Carolina



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Office of Secretary of State Mark Hammond

Certificate of Existence, Non-Profit Corporation

I, Mark Hammond, Secretary of State of South Carolina Hereby certify that:

SOUPER BOWL OF CARING, INC. THE, a Non-Profit Corporation duly organized under the laws of the State of South Carolina on December 9th, 1996, has as of the date hereof filed as a non-profit corporation for religious, educational, social, fraternal, charitable, or other eleemosynary purpose, and has paid all fees, taxes and penalties owed to the Secretary of State, that the Secretary of State has not mailed notice to the company that it is subject to being dissolved by administrative action pursuant to section 33-31-1404 of the South Carolina code and that the non-profit corporation has not filed articles of dissolution as of the date hereof.

Given under my Hand and the Great
Seal of the State of South Carolina this
18th day of December, 2006.


Mark Hammond, Secretary of State