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(Requestor's Name)

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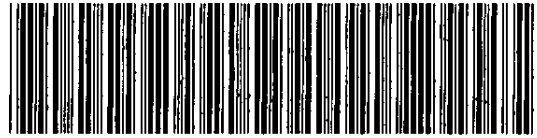
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07/16/08--01022--016 **1061.25

06/24/08--01025--014 **78.75

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W08-30578

B. McKnight JUL 16 2008

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Robert A. Toigo Foundation
(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:

Nancy A. Sims
(Name of Person)

Robert A. Toigo Foundation
(Firm/Company)

180 Grand Ave, Suite 900
(Address)

Oakland, CA 94612
(City/State and Zip Code)

For further information concerning this matter, please call:

Nancy A. Sims at (510) 763.5771
(Name of Person) (Area Code & Daytime Telephone Number)

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 25, 2008

NANCY A SIMS
180 GRAND AVE SUITE 900
OAKLAND, CA 94612

SUBJECT: ROBERT A. TOIGO FOUNDATION INCORPORATED
Ref. Number: W08000030578

We have received your document for ROBERT A. TOIGO FOUNDATION INCORPORATED and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$1,061.25.

Please return the corrected original and one copy of 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) 245-6931.

Becky McKnight
Regulatory Specialist II
New Filing Section

Letter Number: 508A00038266

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. Robert A. Toigo Foundation 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. California 3. 13-3565420
 (State or country under the law of which it is incorporated) (FEI number, if applicable)

4. April 28th, 2000 5. Perpetual
 (Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. September 4th, 2007
 (Date first conducted affairs in Florida if prior to registration. See sections 617.1501 & 617.1502, F.S. to determine penalty liability.)

7. 180 Grand Ave, Suite 900, Oakland, CA 94612
 (Principal office address)

180 Grand Ave, Suite 900, Oakland, CA 94612
 (Current mailing address)

8. We provide fellowships, career counseling and continuing education assistance for minority MBA students.
 (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: Suzette Turnbull


Office Address: 1560 Sawgrass Corporate Parkway, 4th Floor

Sunrise, Florida 33323
 (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.


 (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: Marcos A. Rodriguez
Address: 180 Grand Ave, Suite 900
Oakland, CA 94612

Vice Chairman: Robert Aguillo
Address: 180 Grand Ave, Suite 900
Oakland, CA 94612

Director: Sue Toigo
Address: 180 Grand Ave, Suite 900
Oakland, CA 94612

Director: Andrea Beldecos
Address: 180 Grand Ave, Suite 900
Oakland, CA 94612

B. OFFICERS

President: Nancy A. Sims
Address: 180 Grand Ave, Suite 900
Oakland, CA 94612

Vice President: Sue Toigo
Address: 180 Grand Ave, Suite 900
Oakland, CA 94612

Secretary: Andrea Beldecos
Address: 180 Grand Ave, Suite 900, Oakland, CA 94612

Treasurer: Lester Hollis
Address: 180 Grand Ave, Suite 900, Oakland, CA 94612

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

13. *Nancy A. Sims, President*
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Nancy A. Sims - President
(Typed or printed name and capacity of person signing application)

**ADDENDUM: APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO
CONDUCT ITS AFFAIRS IN FLORIDA: SECTION 12 A (DIRECTORS)**

Director: Darius Anderson
Address: 180 Grand Ave, Suite 900, Oakland, CA 94612

Director: Valentino D. Carlotti
Address: 180 Grand Ave, Suite 900, Oakland, CA 94612

Director: William L. Cobb, Jr.
Address: 180 Grand Ave, Suite 900, Oakland, CA 94612

Director: Joseph Ferguson
Address: 180 Grand Ave, Suite 900, Oakland, CA 94612

Director: Robert Jones
Address: 180 Grand Ave, Suite 900, Oakland, CA 94612

Director: Walt Koziol
Address: 180 Grand Ave, Suite 900, Oakland, CA 94612

Director: Victor MacFarlane
Address: 180 Grand Ave, Suite 900, Oakland, CA 94612

Director: James Mitchell, Jr.
Address: 180 Grand Ave, Suite 900, Oakland, CA 94612

Director: Denise Nappier
Address: 180 Grand Ave, Suite 900, Oakland, CA 94612

Director: Barbara Novick
Address: 180 Grand Ave, Suite 900, Oakland, CA 94612

Director: Deirdre C. O'Donnell
Address: 180 Grand Ave, Suite 900, Oakland, CA 94612

Director: Shaka Rasheed
Address: 180 Grand Ave, Suite 900, Oakland, CA 94612

Director: Jane Buyers Russo
Address: 180 Grand Ave, Suite 900, Oakland, CA 94612

Director: Dwight Skerritt
Address: 180 Grand Ave, Suite 900, Oakland, CA 94612

Director: Shelley Smith
Address: 180 Grand Ave, Suite 900, Oakland, CA 94612

Director: Hugh D. Sullivan
Address: 180 Grand Ave, Suite 900, Oakland, CA 94612

Director: Chuck Valdes
Address: 180 Grand Ave, Suite 900, Oakland, CA 94612

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**State of California
Secretary of State**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

**CERTIFICATE OF STATUS
DOMESTIC CORPORATION**

I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That on the **28th day of April, 2000**, **ROBERT A. TOIGO FOUNDATION** became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute
this certificate and affix the Great Seal
of the State of California this day of
June 19, 2008.



Debra Bowen

DEBRA BOWEN
Secretary of State

tsb