

FRED H. STEFFEY  
PROFESSIONAL ASSOCIATION  
ATTORNEY AND COUNSELLOR  
SUITE 300 SOUTHPOINT BUILDING  
6620 SOUTHPOINT DRIVE SOUTH  
JACKSONVILLE, FLORIDA 32216

BOARD CERTIFIED  
TAX LAWYER

TELEPHONE (904) 296-0037  
FACSIMILE (904) 296-1435

NO000000000042

Division of Corporations  
Department of State  
P. O. Box 6327  
Tallahassee, FL 32314

400003073764--3  
-12/17/99--01055--018  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: HUANG FAMILY FOUNDATION, INC.

Gentlemen:

EFFECTIVE DATE  
12-13-99

Enclosed for filing is the executed original of the articles of incorporation of the above referenced corporation, together with a copy to be marked as received and returned to me, and a certificate of registered agent.

Also enclosed is a check in the amount of \$70.00 to cover the following filing fees:

Filing fee	\$35.00
Designation of registered agent	<u>35.00</u>
TOTAL	\$70.00

If you have any questions concerning this proposed incorporation, please me a call.



Sincerely,

*Fred H. Steffey*  
Fred H. Steffey

FILED  
99 DEC 17 AM 9:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FHS:pab  
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Enclosures

cc: Mr. Lawrence P. Huang (w/encl)

L. Burch JAN 4 1999



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

December 21, 1999

FRED H. STEFFEY  
STE 300 SOUTHPOINT BLDG  
6620 SOUTH POINT DRIVE SOUTH  
JACKSONVILLE, FL 32216

SUBJECT: HUANG FAMILY FOUNDATION, INC.  
Ref. Number: W99000029043

We have received your document for HUANG FAMILY FOUNDATION, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Please return the 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) 487-6928.

Tim Burch  
Document Specialist

Letter Number: 699A00059689

FILED

**ARTICLES OF INCORPORATION** 99 DEC 17 AM 9:13  
**OF**  
**HUANG FAMILY FOUNDATION, INC.**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a not-for-profit corporation for charitable, educational and scientific purposes under Chapter 617 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

**Article I**  
**Name and Principal Office**

EFFECTIVE DATE  
12-13-99

**Section 1.1. Name.** The name of the corporation is HUANG FAMILY FOUNDATION, INC.

**Section 1.2. Principal Office.** The street address and mailing address of the principal office of the corporation is 1039 Ponte Vedra Boulevard, Ponte Vedra Beach, Florida 32082.

**Article II**  
**Duration**

**Section 2.1. Duration.** The corporation shall have perpetual existence unless it shall be dissolved according to the laws of the State of Florida. Corporate existence shall commence on the date these Articles of Incorporation are executed and acknowledged, except that if they are not filed by the Department of State of Florida within five business days after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

**Article III**  
**Purposes**

**Section 3.1. Purposes.** The corporation is organized exclusively for charitable, 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 (the "Code"), and not for pecuniary profit.

**Article IV**  
**Membership**

**Section 4.1. Members.** The only members of the corporation shall be the persons who from time to time constitute the members of the Board of Trustees.

**Section 4.2. Qualifications; Number; Admission.** The only qualification for membership is membership on the corporation's Board of Trustees. The number and the manner of admission of Trustees are set forth in Article VI of those Articles and in the Bylaws of the corporation.

**Article V**  
**Initial Registered Office and Resident Agent**

**Section 5.1. Office Address.** The street address and the mailing address of the initial registered office of this corporation is 6620 Southpoint Drive South, Suite #300, Jacksonville, Florida 32216-0989.

**Section 5.2. Resident Agent.** The name of the initial resident agent of this corporation at the address set forth in Section 5.1 is Fred H. Steffey.

**Article VI**  
**Board of Trustees**

**Section 6.1. Number.** The Board of Trustees of the corporation shall consist of such number of persons as shall be provided in the Bylaws of the corporation; however, in no event shall the Board of Trustees consist of less than three (3) people.

**Section 6.2. Selection.** The members of the Board of Trustees shall be elected annually by the members of the Board of Trustees then serving as provided in the Bylaws of the corporation.

**Section 6.3. Names and Addresses of Initial Members of the Board of Trustees.** The names and mailing addresses of the members of the first Board of Trustees of the corporation are:

Lawrence P. Huang, 1039 Ponte Vedra Boulevard, Ponte Vedra Beach, Florida 32082  
Nancy J. Huang, 1039 Ponte Vedra Boulevard, Ponte Vedra Beach, Florida 32082  
Jean C. Coker, 6622 Southpoint Dr. S., #160, Jacksonville, Florida 32216

**Section 6.4. Executive Committee.** If at any time the Board of Trustees consists of more than three (3) members, the Board may, pursuant to a resolution adopted by a majority of all of the members of the Board, designate three (3) of its members to constitute an executive committee, which, to the extent provided in the Bylaws of the Corporation, may exercise the powers of the Board of Trustees.

**ARTICLE VII**  
**NAME AND ADDRESS OF INCORPORATOR**

**Section 7.1. Name.** The name of the incorporator of the corporation is Fred H. Steffey.

**Section 7.2. Address.** The address of the incorporator of the corporation is 6620 Southpoint Drive South, Suite #300, Jacksonville, Florida 32216-0989.

**ARTICLE VIII**  
**STOCK AND DIVIDENDS PROHIBITED; MEMBERS' LIABILITY**

**Section 8.1. Stock and Dividends.** The corporation shall have no capital stock and shall pay no dividends.

**Section 8.2. Members' Liability.** The private property of the members of the corporation shall not be liable for any obligation of the corporation.

**ARTICLE IX**  
**LIMITATIONS ON ACTIONS**

**Section 9.1. Limitations on Distributions to Members.** No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers or any private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III.

**Section 9.2. Limitations on Political Activity.** No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

**Section 9.3. Limitations in General.** Notwithstanding any other provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Code, contributions to which are deductible under Section 170(c)(2) of the Code.

**ARTICLE X**  
**DISTRIBUTION OF ASSETS ON DISSOLUTION**

**Section 10.1. Distribution By Trustees.** Upon the dissolution of the corporation, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of the corporation, distribute all of the assets of the corporation exclusively for the purposes of the corporation as set forth in Article III, including distributions to such organizations organized and operated for such purposes as the Board of Trustees shall determine, provided that at the time they qualify as exempt organizations under Section 501(c)(3) of the Code, contributions to which are deductible under section 170(a)(2) of the Code.

**Section 10.2. Distribution By Circuit Court.** Any assets of the corporation not distributed by the trustees pursuant to Section 10.1 shall be distributed by the circuit court of the county in which the principal office of the corporation is then located exclusively to such Section 501(c)(3) qualifying organizations as said court shall determine.

## ARTICLE XI POWERS

**Section 11.1. Powers in General.** Subject to the restrictions and limitations set forth in Articles IX and X, the corporation shall have all powers and authorities as are now or may hereafter be granted to corporations not for profit under the laws of the State of Florida, including, but not limited to, the power to purchase, own, sell and otherwise deal with real and personal property, to borrow and lend money, to make contracts with others for goods and services, to elect officers and appoint agents, to carry on its operations through its officers, employees and agents within or without the State of Florida and to make donations for charitable, educational and scientific purposes.

**Section 11.2. Private Foundation Limitations.** Notwithstanding any contrary provision of these Articles, during any period when the corporation shall be classified as a private foundation, as that term is defined in Section 509(a) of the Code, the corporation's powers shall be subject to the limitations set forth in Section 617.0835 of the Florida Statutes (or any comparable law in effect in Florida from time to time), the provisions of which section are incorporated in these Articles by this reference.

IN WITNESS WHEREOF, the incorporator has executed these Articles this 13<sup>th</sup> day of December, 1999.

  
FRED H. STEFFEY

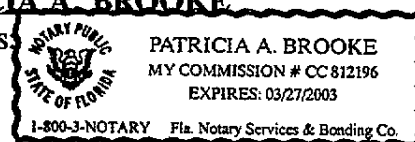
INCORPORATOR

STATE OF FLORIDA     )  
                                          )  
COUNTY OF DUVAL    )

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the county and state aforesaid to take acknowledgments, personally appeared **FRED H. STEFFEY** (Known to me X or Type of Ident. & No.: \_\_\_\_\_) and who executed the foregoing document, and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal this 13<sup>th</sup> day of December, 1999.

 (SEAL)  
NOTARY PUBLIC, State of Florida  
PRINT NAME PATRICIA A. BROOKE  
My Commission Expires \_\_\_\_\_



**CERTIFICATE DESIGNATING REGISTERED OFFICE  
AND RESIDENT AGENT  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Florida Statutes §§48.091 and 607.0501, the following is submitted:

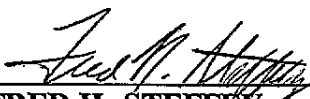
**HUANG FAMILY FOUNDATION, INC.**, desiring to organize or qualify under the laws of the State of Florida, hereby designates **FRED H. STEFFEY** as its resident agent to accept service of process within the State of Florida and the address of the registered office shall be 6620 Southpoint Drive South, Suite #300, Jacksonville, Florida 32216-0989.

**HUANG FAMILY FOUNDATION, INC.**

By   
**FRED H. STEFFEY**, Incorporator

Date: 12-13-99

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, and I further state that I am familiar with and accept the obligations provided for in Florida Statutes §607.0505 and others relative to the proper and complete performance of my duties.

  
**FRED H. STEFFEY**

Date: 12-13-99

FILED  
99 DEC 17 AM 9:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA