

Division of Corporations

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Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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FLORIDA NON-PROFIT CORPORATION

CUAM EDUCATIONAL FOUNDATION, INC.

Table with 2 columns: Description and Value. Rows include Certificate of Status (1), Certified Copy (0), Page Count (01), and Estimated Charge (\$78.75).

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PAGE:002/006

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

November 14, 2000

LEVINE & SEGAUL, P.A.

SUBJECT: CUAM EDUCATIONAL FOUNDATION, INC.
REF: W00000027070

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

If you have any further questions concerning your document, please call (850) 487-6067.

Neysa Culligan
Document Specialist

FAX Aud. #: H00000059625
Letter Number: 200A00058539

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ARTICLES OF INCORPORATION
OF

CUAM EDUCATIONAL FOUNDATION, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not For Profit Corporation Act, hereby adopts te following Articles of Incorporation.

Article I - Name

The name of the corporation shall be:

CUAM EDUCATIONAL FOUNDATION, INC.

Article II - Principal Office

The principal place of business and mailing address of this corporation shall be:

1018 Blue Wood Terrace
Weston, FL 33327

Article III - Purpose

The specific purposes for which the corporation if organized are:

- A. The CUAM Educational Foundation, Inc. is organized exclusively for charitable, educational, religious or scientific purposes, within the meaning of section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code)

<p>This document prepared by: Lawrence A. Levine - Fla. Bar 193185 LEVINE & SEGAUL, P.A. 4300 N. University Drive - A-106 Fort Lauderdale, FL 33351 Tel (954) 749-6705 Fax (954) 749-6759</p>

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- B. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, directors, officers or other private persons, except that the corporation shall be authorized and empowered pay reasonable compensation for services rendered and to make payments and distributions in furtherance of Section 501 (c)(3) purposes. No substantial part of the activities of the corporation shall be 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 or in opposition to any candidate running for office.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501 (c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code) or (b) by a corporation, contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code (or corresponding section of any future Federal tax code.)

- C. Upon dissolution of this corporation, assets shall be distributed for one or more exempt purpose within the meaning of Section 501 (c)(3) of Internal Revenue Code, i.e. charitable, educational, religious or scientific, or corresponding section of any future Federal tax code, or shall be distributed to the Federal government, or to a state or local government for a public purpose.

Article IV - Registered Agent

Levine & Segaul, P.A.
Suite A-106
4300 N. University Drive
Fort Lauderdale, FL 33351

Article V - Effective Date

These Articles of Incorporation shall be effective immediately upon execution.

Article VI - Election of Directors

The directors of this corporation will be elected my a method as set forth in the bylaws.

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent, in the State of Florida.

1. The name of the corporation is: CUAM EDUCATIONAL FOUNDATION, INC.
2. The name of the registered agent is: Levine & Segaul, P.A.

Suite A-106
4300 N. University Drive
Fort Lauderdale, FL 33351

Signature:


John D. Segaul, VP

Date:

November 13, 2000

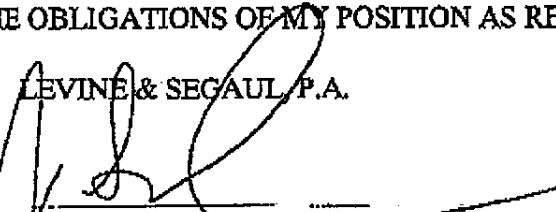
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HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH THE AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

LEVINE & SEGAL, P.A.

Signature:


John D. Segaul, VP

Date:

November 13, 2000

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