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No 1000006043

August 20, 2001

Florida Department of State  
Katherine Harris  
P.O. Box 6327  
Tallahassee, Florida 32314

FILED  
01 AUG 22 PM 1:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

000004527190--5  
-08/09/01--01056--011  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Emerson Charities Fund, Inc.

Dear Sirs:

I have enclosed documents titled Articles of Incorporation of Emerson Charities Fund, Inc. Problem solved.

If you have any questions regarding the attached, please contact my office.  
Thank you.

Yours Truly,

JOHN C. ENGLEHARDT, P.A.

JCE/sdt  
Enclosure

189,355,2589,236,2550

W01-18719

D. BROWN AUG 23 2001



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

August 16, 2001

JOHN C. ENGELHARDT, ESQ.  
1524 E. LIVINGSTON STREET  
ORLANDO, FL 32803

SUBJECT: EMERSON CHARITIES FUND, INC.  
Ref. Number: W01000018719

We have received your document for EMERSON CHARITIES FUND, 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):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

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.

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) 245-6972.

Doris Brown  
Document Specialist  
New Filings Section

Letter Number: 001A00046921

ARTICLES OF INCORPORATION OF  
EMERSON CHARITIES FUND, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned acting as incorporator of a corporation Not For Profit under the Florida Statute 617.0202 adopts the following Articles of Incorporation for such corporation:

I. The name of the corporation is EMERSON CHARITIES FUND, INC..

II. The period of its duration is perpetual.

III. The purpose of the corporation is to raise funds for charitable purposes. It is specifically intended that this corporation shall qualify as a charity under Section 501(C) (3) of the Internal Revenue Code; and the corporation's activities shall be as limited and defined by that provision.

IV. EMERSON CHARITIES FUND, INC. is a corporation not for profit. No stock of any nature will be issued.

V. The street address of its registered office, which is also the street address of the principal place of business of the corporation is 3472 Fox Hollow Dr., Orlando, Fl. 32829 and the name of its registered agent at that same address is Richard Smith, who is a resident of this State.

VI. The affairs of the corporation shall be directed by a board of three or more Directors. The bylaws shall specify the method of election of Directors. The names, addresses and titles of the initial directors of this corporation shall be as follows:

TITLE	NAME	ADDRESS
Chairman/Director	Richard Smith	3472 Fox Hollow Dr., Orlando, Fl. 32829
Director	Roxanne Anagnostou	3472 Fox Hollow Dr., Orlando, Fl. 32829
Director	Randall Smith	18415 Oriole Rd., Ft. Myers, Fl. 33912

VII. The chief executive officer of the corporation shall be the Chairman of the Board of Directors. The other Directors shall serve at the pleasure of the Chairman. If the office of Chairman is vacated, the outgoing Chairman shall appoint a replacement Chairman. If the outgoing Chairman is unwilling or

unable to do so, the remaining Directors, if any, shall, by majority vote, elect a replacement Chairman.

VIII. The name and address of the incorporator is Richard Smith, 3472 Fox Hllow Dr., Orlando, fl. 32829.

IN WITNESS WHEREOF, the undersigned incorporator has subscribed to these Articles of Incorporation at Orlando, Orange County, Florida this ~~July~~ August ~~7~~, 2001.

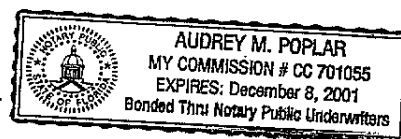
Richard Smith

STATE OF FLORIDA  
COUNTY OF ORANGE

BEFORE me, a Notary Public, in and for the State of Florida at Large, personally appeared Richard Smith, who identified himself by Florida Driver's License, and not under oath, acknowledged that he executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the county and state last aforesaid this ~~7th~~ August day of ~~July~~, 2001.

Audrey M. Poplar  
NOTARY PUBLIC



ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, Richard Smith, a resident of Florida, have been nominated to be the registered agent for EMERSON CHARITIES FUND, INC., and hereby accept the appointment as initial registered agent. My address is 3472 Fox Hollow Dr., Orlando, Fl. 32829.

*Richard Smith*  
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TALLAHASSEE, FLORIDA  
FILED