

No 1000007056

Law Offices of  
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403 Downing Street  
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July 16, 2001

Florida Department of Revenue  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

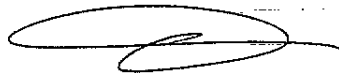
FILED  
01 OCT -5 AM 10:00  
SECRETARY OF STATE  
TALLAHASSEE, FL 32304

RE: Renee M. Keller Scholarship Fund, Inc.

Dear Sir or Madam:

Enclosed are the Articles of Incorporation (in duplicate) in connection with the above-referenced corporation, together with a check in the amount of \$78.75 for filing fees and certified copies of the same. If you should have any questions, please do not hesitate to contact me.

Sincerely,



Joseph P. Dudley

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FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

July 25, 2001

JOSEPH P. DUDLEY, ESQ.  
403 DOWNING ST.  
NEW SMYRNA BCH, FL 32168

SUBJECT: RENEE M. KELLER SCHOLARSHIP FUND, INC.  
Ref. Number: W01000017096

We have received your document for RENEE M. KELLER SCHOLARSHIP FUND, INC. and your check(s) totaling \$78.75. 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) 245-6995.

Wanda Cunningham  
Document Specialist  
New Filing Section

Letter Number: 701A00043203

FILED  
01 OCT -5 AM 10:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**RENEE M. KELLER SCHOLARSHIP FUND, INC..**

BY THESE ARTICLES OF INCORPORATION, the incorporator forms a corporation under the laws of the State of Florida.

**ARTICLE I. - NAME**

The name of this corporation is RENEE M. KELLER SCHOLARSHIP FUND, INC..

**ARTICLE II. - PURPOSE**

This corporation is a not-for-profit corporation. This corporation is organized exclusively for charitable purposes within the meaning of section 501C(3) of the Internal Revenue Code. Specifically, this corporation is organized to receive contributions and manage donations to be used to fund scholarships and other financial benefits for graduating high school students entering college with the sole purpose of becoming a registered nurse.

**ARTICLE III. - STOCK**

This corporation shall issue no stock.

**ARTICLE IV. - MEMBERS**

This corporation shall have one (1) member who is Renee M. Keller.

**ARTICLE V. - DIRECTORS**

The corporation shall have a board of directors of four (4) directors initially. The Bylaws of the corporation shall provide the method of election of directors and the manner in which vacancies shall be filled. The number of directors shall be prescribed by the Bylaws from time to time.

The names and addresses of the directors who shall serve until the first election are as follows:

President            Renee M. Keller  
                         1 John Anderson Drive, #107  
                         Ormond Beach, Florida 32176.

Vice President     Joseph P. Dudley  
                         6174 Shore Line Drive  
                         Port Orange, Florida 32127

Treasurer           Paul Nocco  
                         c/o Bolerjack, Keyes & Associates, PA  
                         42 S. Peninsula Drive  
                         Daytona Beach, Florida 32118

Secretary           Daniel J. Bolerjack, CPA  
                         c/o Bolerjack, Keyes & Associates, PA  
                         42 S. Peninsula Drive  
                         Daytona Beach, Florida 32118

#### **ARTICLE VI. - INCORPORATORS**

The name and residence of the incorporator are:

Renee M. Keller  
1 John Anderson Drive, #107  
Ormond Beach, Florida 32176.

#### **ARTICLE VII - BYLAWS**

The bylaws shall be adopted by the board of directors.

#### **ARTICLE VIII. - AMENDMENTS**

An amendment to these articles may be proposed by the board of directors or an officer or a member. Amendments shall be adopted by the board of directors by affirmative vote of at least three-fourths of the directors present and voting at a meeting at which a quorum is present with the secretary entitled to cast two votes.

#### **ARTICLE IX. - ADDRESS**

The initial post office address of the principal office of the corporation in the State of

Florida is 1 John Anderson Drive, #107, Ormond Beach, Florida 32176. The board of directors from time to time may move the principal office to any other address in Volusia County, Florida.

#### **ARTICLE X. - RESIDENT AGENT**

The initial registered agent of this corporation shall be Joseph P. Dudley, and the registered office of this corporation shall be located at 403 Downing Street, New Smyrna Beach, Florida 32168.

#### **ARTICLE XI. - MEMBERS MEETINGS**

No act of the members shall be valid unless taken at a meeting of the members after notice as prescribed in the bylaws.

#### **ARTICLE XII - EARNINGS**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other 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 hereof. 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 or in opposition to any candidate for public 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 the corresponding section of any future federal tax code, or future United States internal revenue law, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or future United States internal revenue law.

#### **ARTICLE XIII - DISSOLUTION**

Upon the dissolution or winding up of this corporation, its assets remaining after payments, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a not-for-profit fund, foundation, or corporation which: a) is organized and operated as an allowable not-for-profit corporation for charitable purposes within the meaning of Section 501(C)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States internal revenue law; and b) has established its tax exempt status under Section

501(C)(3) of the Internal Revenue Code of 1986, or the corresponding provisions of any subsequent federal tax law.

DATED September 27, 2001.

Renee M. Keller  
RENEE M. KELLER

STATE OF FLORIDA  
COUNTY OF VOLUSIA

On this September 27, 2001, RENEE M. KELLER, who is personally known to me personally appeared before me and signed and acknowledged signing for the purposes therein contained, these ARTICLES OF INCORPORATION OF RENEE M. KELLER SCHOLARSHIP FUND, INC., and who did not take an oath.

IN WITNESS WHEREOF I have hereunto set my hand and official seal in the State and County aforesaid.



Marie L. Hartline  
NOTARY PUBLIC

Commission Expiration Date:

#### ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts designation as registered agent of the RENEE M. KELLER SCHOLARSHIP FUND, INC., for service of process within the State of Florida.

JOSEPH P. DUDLEY  
JOSEPH P. DUDLEY