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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LAW OFFICE
V. J. VOORHEIS, P.A.

4530 NORTH FEDERAL HIGHWAY
FORT LAUDERDALE, FLORIDA 33308

TELEPHONE (954) 772-4460
TELECOPIER (954) 771-0925

February 21, 2003

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

Re: Incorporation of SCHOLARSHIP ASSISTANCE FOUNDATION,
INC., a Florida Non-Profit Corporation

Gentlemen:

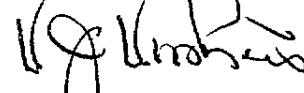
Enclosed are two (2) fully executed copies of the Articles
of Incorporation for the above Company, together with a
check in the amount \$87.50 for the following:

Filing Fee	\$35.00
Registered Agent Designation	35.00
Cert. copy of Art. Of Incorp.	8.75
Certificate of Status	<u>8.75</u>

Total amount \$87.50

Please process the incorporation and then return a
Certified copy, and the Certificate of Status to my office.

Very truly yours,



V. J. Voorheis

Enclosure

ARTICLES OF INCORPORATION
OF
SCHOLARSHIP ASSISTANCE FOUNDATION, INC.

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TALLAHASSEE, FLORIDA

The undersigned Incorporators to these Articles of Incorporation, all natural persons competent to contract, hereby form a non-profit corporation under the laws of the State of Florida.

ARTICLE I: NAME

The name of this corporation is SCHOLARSHIP ASSISTANCE FOUNDATION, INC.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and the mailing address of this corporation shall be 1700 North State Road 7, Lauderhill, Florida 33313.

ARTICLE III: NATURE OF BUSINESS

The purpose and object for which this corporation is organized, and the general nature of the business to be transacted by this corporation shall be:

To provide scholarship assistance to students meeting the criteria established by the Board of Directors for continued

education following graduation from an accredited high school or receipt of a general equivalency diploma, whether such continued education be at a college, university or trade school (or similar educational facility) located in or outside the State of Florida.

To perform such other services that the Board of Directors shall direct, provided that such services promote and further the scholarship program being established herein, and that no part of the net receipts, earnings or income shall inure to the benefit of, or be distributed to, the Foundation Directors or officers.

ARTICLE III. MEMBERSHIP/DIRECTORS & OFFICERS

The membership of the corporation, which is non-transferable, shall be open to all individuals over the age of 18 years of age and who are interested in the purposes of the Corporation. The admission of Members is set forth in the By-laws of the Corporation. The Board of Directors shall consist of not more than thirty (30) individuals, all of whom shall be appointed/removed by the then acting chairman of the board of the Community Blood Centers of South Florida, Inc., a Florida Non-Profit Corporation, and shall serve for one (1), two (2), or three (3) year terms appropriately staggered. The Directors shall elect a Chairman of the Board, and the officers of the

corporation consisting of a President, Vice President, Secretary and Treasurer (and such other Assistants as the Directors shall decide upon). Such officers shall serve for such period as shall be fixed by the By-laws of the corporation.

ARTICLE V: INITIAL MEMBERS/DIRECTORS

This corporation shall have three (3) Members/Directors, initially. The number of Directors may be increased or diminished from time to time, but shall never be less than three (3) nor more than thirty (30). The names and addresses of the initial Members/Directors are:

Charles L. Rouault, M.D., 1700 North State Road 7,
Lauderhill, Florida, 33313.

Steven Erjavic, 1700 North State Road 7, Lauderdale, Florida
33313.

Mariann Maltz, 1700 North State Road 7, Lauderdale, Florida
33313.

ARTICLE VI: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1700 North State Road 7, Lauderdale, Florida 33313, and the name of the initial Registered Agent of this corporation at that address is STEVEN ERJAVEC.

ARTICLE VII: AMENDMENTS

Amendments to these Articles of Incorporation shall be approved, and By-laws of this corporation shall be adopted,

altered or rescinded, by a vote of two-thirds of all Directors present at any regular or special meeting of the Board of Directors called for that purpose.

ARTICLE VIII: INCORPORATORS

The name and post office address of the Incorporators to these Articles of Incorporation is:

CHARLES L. ROUAULT, M. D.
1700 North State Road 7
Lauderhill, Florida 33313

STEVEN ERJAVEC
1700 North State Road 7
Lauderhill, Florida 33313

ARTICLE IX: MISCELLANEOUS

The purpose of this corporation shall be exclusively charitable and educational within the meaning of Sec. 501(c)(3) of the Internal Revenue Code, including to establish scholarship assistance, and do all things that are incidental to the accomplishment of this stated purpose and consistent with the laws of the State of Florida. This corporation shall not carry on any activity not permitted to be carried on by a corporation exempt from federal income tax under Sec. 501(c)(3) of the Internal Revenue Code of 1954, as amended.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

FILED
03 FEB 26 PM 3:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES

FOLLOWING IS SUBMITTED:

THAT SCHOLARSHIP ASSISTANCE FOUNDATION, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT 1700 North State Road 7, Lauderhill, COUNTY OF BROWARD, STATE OF FLORIDA 33313, HAS NAMED STEVEN ERJAVEC, LOCATED AT 1700 North State Road 7, Lauderhill, Florida 33313, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE: 

CHARLES L. ROUAULT, M.D.
Incorporator & Director

DATE: February 19, 2003

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.


STEVEN ERJAVEC

DATE: February 19, 2003