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ALLAHASSEE, FLORIDA

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# CAREY, O'MALLEY, WHITAKER & MANSON, P.A.

ATTORNEYS AT LAW

712 S. OREGON AVENUE TAMPA, FLORIDA 33606-2543

MICHAEL R. CAREY
DOUGLAS P. MANSON
E. ASHLEY MCRAE
RANDALL P. MUELLER
ANDREW M. O'MALLEY

DAVID M. PEARCE DANIEL D. WHITAKER TELEPHONE: 813-250-0577 FACSIMILE: 813-250-9898

October 15, 2003

Corporate Records Bureau Division of Corporations Florida Department of State Post Office Box 6327 Tallahassee, Florida 32314

Re: Learning for Life Foundation, Inc.

To Whom It May Concern:

Enclosed are an original and one copy of Articles of Incorporation for the above-named corporation. Please file the original and certify and return the copy to me.

Also enclosed is our firm check in the amount of \$78.75, to cover the following costs:

	Total	\$78.75
3.	Certified copy of Charter	<u>8.75</u>
2.	Designation of Registered Agent	35.00
1.	Filing fee	\$35.00

Thank you. If you have any questions, please give me a call.

Sincerely,

CAREY, O'MALLEY, WHITAKER & MANSON, P.A.

Many Barnes
Nancy Barnes, Paralegal

NRB/lv Enclosures

cc: Learning for Life Foundation, Inc.

20-NRB-214

FILED

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SECRETARY OF STATE FALLAHASSEE, FLORIDA

#### ARTICLES OF INCORPORATION

OF

## LEARNING FOR LIFE FOUNDATION, INC.

The undersigned hereby organizes a corporation not for profit under the provisions of the Florida Business Corporation Act, and pursuant to the following Articles of Incorporation.

#### **ARTICLE 1**

#### Name

The name of this not for profit corporation is:

LEARNING FOR LIFE FOUNDATION, INC.

#### ARTICLE 2

#### Mailing Address

The mailing address of this corporation is 2308 South Lila Lane, Tampa, Florida 33629.

#### ARTICLE 3

#### <u>Purpose</u>

The purpose of this corporation is to develop charitable and educational opportunities to facilitate learning through education and health.

#### ARTICLE 4

#### **Qualifications for Members**

The qualifications required for membership and the manner of admission of members shall be as stated and regulated by the Bylaw of the corporation.

#### ARTICLE 5

#### Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 712 S. Oregon Avenue, Tampa, Florida 33606, and the name of the initial registered agent of this corporation at that address is Douglas Manson.

# ARTICLE 6

#### Incorporator

The name and address of the person signing these Articles as incorporated is:

Mary Ellen Garibaldi 3633 Trimaran Place Tampa, Florida 33607

## ARTICLE 7

#### Initial Board of Directors

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than three (3). The names and addresses of the initial directors of this corporation are:

Mary Ellen (	Garibaldi	Sarah Manso	n
3633 Trimar	an Place	2308 Lila La	ne
Tampa, FL	33607	Tampa, FL	33629

The method of election of directors, as well as the rights and duties of the directors, will be as stated in the Bylaws.

#### ARTICLE 8

#### Indemnification

The corporation may enter into indemnification agreements and adopt Bylaw provisions for indemnification of any officer or director, or any former officer or director, or may provide, at the corporation's election, for indemnification of any officer or director, or any former officer or director, without agreement or Bylaw provisions to the full extent permitted by law. The corporation shall not be subject to court-ordered indemnification pursuant to Section 607.0850(9), Florida Statutes.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this day of September 2003.

STATE OF FLORIDA )

SS.

COUNTY OF HILLSBOROUGH )

> Name typed/printed Notary Public, State of Florida

Commission No: \_\_\_\_

My Notary Commission Seal:

Having been named as registered agent to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment of 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 and accept the obligations of my position as registered agent.

Douglas Manson

30-643

SECRETARY OF STATE