

N05000005484

(Requestor's Name)

(Address)

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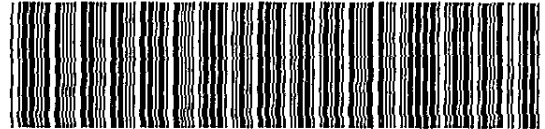
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: CHR Scholarship Foundation, Inc.

DOCUMENT NUMBER: N05000005484

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Albert A. Goodman, III
(Name of Contact Person)

CHR Scholarship Foundation, Inc.
(Firm/ Company)

1011 Park Lake Street
(Address)

Orlando, FL 32803
(City/ State/ and Zip Code)

For further information concerning this matter, please call:

Albert A. Goodman at (407) 540-2527
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$35 Filing Fee \$43.75 Filing Fee & Certificate of Status \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed)

Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

July 18, 2005

ALBERT A GOODMAN, III
1011 PARK LAKE ST
ORLANDO, FL 32803

SUBJECT: CHR SCHOLARSHIP FOUNDATION, INC.
Ref. Number: N05000005484

We have received your document for CHR SCHOLARSHIP FOUNDATION, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

In Articles 7 you are stating that the registered office and principal offices shall be but you have no address listed please give those addresses.

Please return 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) 245-6927.

Tracy Smith
Document Specialist

Letter Number: 605A00046990

RECEIVED
05 JUL 28 AM 8:00
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION
OF
CHR SCHOLARSHIP FOUNDATION, INC.**

The undersigned, acting as incorporator, submits the following Articles of Incorporation for the purpose of forming a nonprofit corporation pursuant to the Florida Not For Profit Corporation Act, and hereby certifies that:

ARTICLE 1: Name. The name of the corporation is CHR Scholarship Foundation, Inc., hereafter referred to as "the Corporation."

ARTICLE 2: Authority. The Corporation is organized pursuant to the provisions of the Florida Not For Profit Corporation Act.

ARTICLE 3: Duration. The period of its duration is perpetual.

ARTICLE 4: Purposes. The Corporation is organized and shall be operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or a related section of a successor statute (hereinafter "Code").

The Corporation may receive certain property by gift, devise, or bequest, invest and reinvest the same, and apply the income and principal thereof, as the Board of Directors may from time to time determine, either in any lawful business or activities related thereto; and to engage in any lawful act or activity for which corporations may be organized under the Florida Nonprofit Corporation Law which does not jeopardize its tax-exempt status.

ARTICLE 5: Membership. The Corporation shall not have members.

ARTICLE 6: Tax Exempt Provisions. The property of this Corporation is irrevocably dedicated to charitable, educational, religious, or scientific purposes, and no part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to or for the Corporation and to make payments and distributions in furtherance of the purposes set forth in these Articles. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation. The Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal

income tax under section 501(c)(3) of the Code or by a corporation contributions to which are deductible under section 170 of the Code.

The Corporation:

- (1) shall distribute its income for each tax year at such time and in such manner as *not to subject the Corporation to the tax on undistributed income imposed by Section 4942 of the Code;*
- (2) shall not engage in any act of "self-dealing" as defined in Section 4941(d) of the Code;
- (3) shall not retain any "excess business holdings" as defined in Section 4943(c) of the Code;
- (4) shall not make any investments in such manner as to subject the Corporation to taxation under Section 4944 of the Code; and
- (5) shall not make any taxable expenditure as defined in Section 4945(d) of the Code.

Upon dissolution or winding up of the Corporation, all assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation shall be distributed *for one or more exempt purposes within the meaning of Section 501(c)(3) of the Code as determined by the Board of Directors. Any such assets not so disposed of shall be disposed of exclusively for such exempt purposes by a court of competent jurisdiction of the county in which the principal office of the Corporation is then located.*

ARTICLE 7: Registered Office and Principal Office. The initial registered office of the Corporation in the State of Florida and the name of its initial registered agent at such address shall be: **1011 Park Lake Street
Orlando, Florida 32803**

The initial principal office of the Corporation, and the mailing address of the Corporation shall be: **1011 Park Lake Street
Orlando, Florida 32803**

ARTICLE 8: Board of Directors. The manner in which the directors of the Corporation shall be elected or appointed shall be provided in the Bylaws of the Corporation.

ARTICLE 9: Initial Board of Directors. The number of directors constituting the initial Board of Directors shall be three. The name and address of the persons who are to serve as the initial Board of Directors until the first annual meeting or until their successors shall be appointed and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
Albert A. Goodman, III	10090 Bennington Chase Drive, Orlando, FL 32829
Cleo Ford	4475 Cassius Street, Orlando, FL 32811
Laura Olivieri	1011 Park Lake Street, Orlando, FL 32803

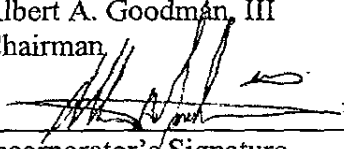
ARTICLE 10: Incorporator. The name and address of the incorporator is:

NAME

ADDRESS

Albert A. Goodman, III
Chairman

10090 Bennington Chase Drive, Orlando, FL 32829



Incorporator's Signature

6/28/05

Date

IN WITNESS WHEREOF, the undersigned incorporator has set his hand this
28 day of June 2005.

BY: Amy S. Hopkins

The date of adoption of the amendment(s) was: 06/28/05

Effective date if applicable: 06/28/05
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

- The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Signed this 28th day of June, 2005

Signature



(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

Albert A. Goodman, III

(Typed or printed name of person signing)

Chairman

(Title of person signing)

FILING FEE: \$35