

NO80000000105

KDS - MegaPrints, Inc.
(Requestor's Name)

7006 Stapoint Ct.
(Address)

(Address)

Winter Park, FL 32792
(City/State/Zip/Phone #)
407-977-6200

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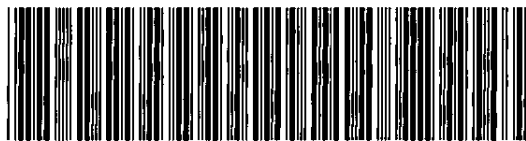
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE DIVISION OF CORPORATIONS
Division of Corporations

December 21, 2007

KOS - MEGAPRINTS, INC.
7006 STAPOINT CT.
WINTER PARK, FL 32792

SUBJECT: BUSINESS AND PROFESSIONAL WOMEN ORLANDO
EDUCATION FUND INC.
Ref. Number: W07000061646

We have received your document for BUSINESS AND PROFESSIONAL WOMEN ORLANDO EDUCATION FUND INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State.

The fees for profit and nonprofit, domestic or foreign are as follows:

Filings Fees:	\$35.00
Registered Agent Designation	\$35.00
Certified Copy	\$8.75
Certificate of Status	\$8.75

Florida law requires the street address of the principal office and, if different the mailing address of the entity. A post office box is not acceptable for the principal office.

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

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.

An effective date may be added to the Articles of Incorporation if a 2008 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

Please return the corrected 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) 245-6047.

Carolyn Lewis
Regulatory Specialist II
New Filing Section

Letter Number: 407A00071215

Articles of Incorporation of
Business and Professional Women Orlando
Education Fund Inc.
A Florida Not for Profit Corporation

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TALLAHASSEE, FLORIDA

ARTICLE ONE
NAME

The name of this corporation is Business and Professional Women Orlando Education Fund Inc.

ARTICLE TWO
NAME AND ADDRESS OF INITIAL REGISTERED AGENT
also principal address

The name and address of the initial registered agent is Sue-Ann J. LaBelle, 326 Georgetown Drive, Casselberry, Florida 32707.

ARTICLE THREE
STATEMENT OF CORPORATE NATURE AND PURPOSES

This is a nonprofit corporation organized solely for general charitable purposes pursuant to the Florida Not For Profit Corporation Act set forth in Part I of Chapter 617 of the Florida Statutes.

Business and Professional Women of Orlando Education Fund Inc. will exist for the express purpose of providing scholarships and financial assistance to foster students in the Business and Professional Women's Scholarship Houses.

This corporation is organized exclusively for charitable, religious, educational and/or scientific purposes under Section 501 (c) (3) of the Internal Revenue Code of 1954 or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations qualifying as tax-exempt organizations under that Code.

Notwithstanding any other provision of these Articles, the purposes will be limited exclusively to exempt purposes within the meaning of IRC 501(c)(3) and the corporation shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code; or (b) by a corporation, contributions to which are

deductible under Section 170(c)(2) of the Internal Revenue Code.

ARTICLE FOUR DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to scholarships and providing financial aid to foster students of need in all Scholarship Houses by providing funding aimed towards supporting these houses, including living expenses, housing costs and repairs, by hosting fund raising events for that purpose. It will also provide for Business and Professional Women board members to attend state and national educational conferences.

No part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof.

ARTICLE FIVE INCORPORATORS AND INITIAL DIRECTORS

There shall be three directors constituting the initial board of directors. The name and address of each person who is to serve as an initial incorporator and initial director are:

Sue-Ann J. Labelle
326 Georgetown Drive
Casselberry, FL 32707

JoAnn Polley
415 Warrenton Road
Winter Park, FL 32792

Evana Craig
13438 Lake Turnberry Circle
Orlando, FL 32828

The manner in which directors are elected is election by members of the existing board of directors.

ARTICLE SIX MANAGEMENT OF CORPORATE AFFAIRS

The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of directors. The number of directors of the corporation shall be three (3); provided, however, that such number may be changed by an amendment to the bylaws and election by the existing board of directors. *Original directors are appointed.*

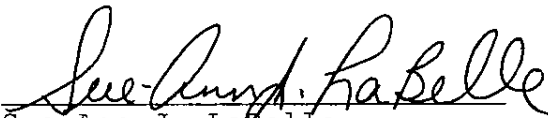
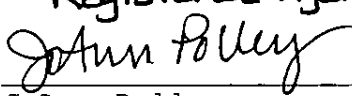
**ARTICLE SEVEN
DISTRIBUTION OF ASSETS**

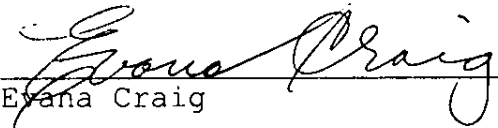
Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a nonprofit fund, foundation or corporation organized and operated to benefit Business and Professional Women's Scholarship Houses which has established its tax exempt status under Section 501 (c) (3) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws or exclusively for charitable purposes consistent with original corporate purpose.

**ARTICLE EIGHT
AMENDMENT OF ARTICLES**

Amendments to these Articles of Incorporation may be made by a resolution adopted by the board of directors.

We, the undersigned, being the incorporators of this corporation, for the purpose of forming this nonprofit charitable corporation under the laws of the state of Florida have executed these Articles of Incorporation this ____ day of December, 2007.


Sue-Ann J. LaBelle
Registered Agent / Incorporator

JoAnn Polley


Evana Craig

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