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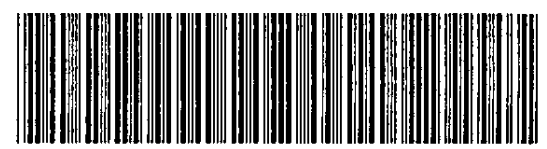
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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QMD 3/15



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 7, 2011

FRANK MCMILLIAN
655 NORTH WYMORE ROAD, SUITE 101
WINTER PARK, FL 32789-2865

SUBJECT: SCHOOL DREAMS UNLIMITED, INC.
Ref. Number: W11000012837

We have received your document for SCHOOL DREAMS UNLIMITED, 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):

You must list at least one incorporator with a complete business street address.

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) 245-6921.

Maryanne Dickey
Regulatory Specialist II Supervisor
New Filing Section

Letter Number: 411A00005502

Frank McMillan

ATTORNEY AND COUNSELOR AT LAW

655 NORTH WYMORE ROAD
SUITE 101

Winter Park, Florida 32789-2865

TELEPHONE 407-644-7200

FAX 407-644-7438

EMAIL FRANKM@MINDSPRING.COM

February 24, 2011

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

re: School Dreams Unlimited, Inc. (Non profit)

Enclosed for filing:

Articles of Incorporation

Filing Fee: 35.00

Reg Agent 35.00

Certified Copy 8.75

Total \$78.75

Please return certified copy.

Sincerely,



Frank McMillan

ARTICLES OF INCORPORATION
SCHOOL DREAMS UNLIMITED, INC.
(A corporation not for profit)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of this corporation pursuant to Chapter 617 Florida Statutes hereby forms a corporation not for profit under the laws of the State of Florida and adopts the following *Articles of Incorporation* for such corporation:

ARTICLE I - NAME OF CORPORATION

The name of this corporation shall be **SCHOOL DREAMS UNLIMITED, INC.**

ARTICLE II -- ADDRESS OF CORPORATION

The principal office of **SCHOOL DREAMS UNLIMITED, INC.** shall be in the State of Florida, at the location of:

2028 Bluff Oak Street
Apopka, Florida 32712

and shall have a mailing address of:

2028 Bluff Oak Street
Apopka, Florida 32712

ARTICLE III - PURPOSES AND POWERS OF CORPORATION

A. The corporation is organized exclusively for charitable, scientific, literary and educational purposes, including, for all such purposes, making distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or such corresponding section of any future federal tax code (hereinafter referred to as the "Code"). To the extent consistent with the preceding sentence and permissible under Florida law, the purposes of this corporation shall include, but shall not be limited to, raising funds for distribution to needy recipients and educational projects and encouraging education, primarily focusing on

assisting non-profit educational institutions and making donations to charitable and educational organizations.

B. This corporation shall be authorized to carry out any and all acts and to exercise any and all corporate powers which may now or hereafter be lawful under the laws of the State of Florida to the extent applicable to corporations not for profit and that are not inconsistent with these *Articles of Incorporation*.

C. Notwithstanding anything contained in these *Articles of Incorporation* to the contrary, the following provisions shall apply:

1. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered to the corporation and to make payments and distribution in furtherance of the purposes set forth in this Article III.

2. No substantial part of the activities of the corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene in any political campaign (including publishing or distributing statements) on behalf of or in opposition to any candidate for public office.

3. Notwithstanding any other provision of these *Articles of Incorporation*, 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 Code, 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.

4. If the corporation is, or shall ever be, classified as a "private foundation", as defined in Section 509(a) of the Code, the following provisions shall apply for so long as it remains a private foundation:

(1) The corporation will not engage in any act of self-dealing as defined in Section 4941(d) of the Code.

(ii) The corporation will distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code.

(iii) The corporation will not retain any excess business holdings as defined in Section 4943(c) of the Code.

(iv) The corporation will not make any investments in such manner as to subject it to tax under Section 4944 of the Code.

(v) The corporation will not make any taxable expenditures as defined in Section 4945(d) of the Code.

ARTICLE IV - MEMBERS

The corporation shall have no members and all corporate powers shall be exercised by or under the authority of and the business and affairs of the Corporation managed under the direction of the Board of Directors as provided in the by-laws of the corporation.

The corporation shall have no capital stock and no portion of the income, gains, profits or assets of the corporation shall be paid or distributed directly or indirectly to any member of the corporation nor shall any of the gains, income, profit or property of the corporation inure to the benefit of any member of the corporation.

ARTICLE V – ELECTION OF DIRECTORS

The Board of Directors of the corporation shall be elected as provided in the Bylaws. The Board of Directors shall at all times consist of no less than five (5) nor more than nine (9) persons.

ARTICLE VI – INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation is:

2028 Bluff Oak Street
Apopka, Florida 32712

and, the name of the initial registered agent of this corporation at that address is Sandra Doran. The Board of Directors may from time to time designate a new registered office and registered agent.

ARTICLE VII - INCORPORATOR

The name and address of the incorporator of this corporation are:

Name:

Address:

Sandra Doran

2028 Bluff Oak Street
Apopka, Florida 32712

ARTICLE VIII - INDEMNIFICATION

This Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE IX-TERM OF EXISTENCE

This corporation shall have perpetual existence, commencing with the filing of these Articles of Incorporation with the Secretary of State.

ARTICLE X - AMENDMENTS

These Articles may be amended upon the affirmative vote of two-thirds of all the directors then in office at any regular or special meeting of the Board of Directors. The notice of the meeting shall set forth a summary of the proposed amendments.

ARTICLE XI - DISSOLUTION OF CORPORATION

Upon the dissolution of this corporation, after the payment or provision for the payment of all of the liabilities of this corporation, all of the assets of this corporation shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or

organizations, as said Court shall determine, which are organized and operated exclusively for such purposes. In no event, however may the assets to be disposed of be distributed to or for the benefit of any member, director, trustee, officer or other private person, other than as reasonable payment for services rendered by such person.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Winter Park, Florida this 15 day of February, 2011.

FILED
11 MAR 15 PM 2:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SCHOOL DREAMS UNLIMITED, INC.

By Sandra Doran
Sandra Doran

State of Florida
County of Orange

The foregoing instrument was acknowledged before me by Sandra Doran, this 15 day of February, 2011. She is personally known to me.

[Signature]
Notary Public
State of Florida at Large



ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent to accept service of process at the place designated in the foregoing *Articles of Incorporation*, I hereby accept such designation and agree to act in such capacity and comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent, including the provisions of Section 48.091 of the Florida Statutes. I am familiar with and accept the duties and obligations of Section 617.0503 of the Florida Statutes.

Sandra Doran
Sandra Doran