

N 110000009977

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entry Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only

254-
W11000052513



400213163734

10/11/11--01023--004 **87.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATE
2011 OCT 20 PM 3:36

10/21/11

COVER LETTER

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

SUBJECT: Scholar Services, Inc.

(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Richard A. Murdoch, Buckingham Doolittle & Burroughs
Name (Printed or typed)

5355 Town Center Road, 9th Floor
Address

Boca Raton, FL 33486
City, State & Zip

561-241-0414
Daytime Telephone number

rmurdoch@bdblaw.com
E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

RECEIVED
SECRETARY OF STATE
DIVISION OF CORPORATE
2011 OCT 20 PM 3:36



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 12, 2011

RICHARD A. MURDOCH
5355 TOWN CENTER ROAD
9TH FLOOR
BOCA RATON, FL 33486

SUBJECT: SCHOLAR SERVICES, INC.
Ref. Number: W11000052513

RECEIVED
OCT 20 AM 10:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for SCHOLAR SERVICES, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

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) 245-6973.

Claretha Golden
Regulatory Specialist II
New Filing Section

Letter Number: 211A00023422

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2011 OCT 20 PM 3:35

ARTICLES OF INCORPORATION

OF

SNOW SCHOLAR SERVICES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2011 OCT 20 PM 3:36

The undersigned, for the purposes of forming a not for profit corporation under the Florida Not For Profit Corporations Act, Florida Statutes Chapter 617, does hereby make and adopt the following Articles of Incorporation:

ARTICLE I
NAME

The name of this corporation shall be SNOW SCHOLAR SERVICES, INC. (hereinafter the "Corporation").

ARTICLE II
PRINCIPAL PLACE OF BUSINESS

The principal place of business of the Corporation shall be 1860 North Dixie Highway, Boca Raton, FL 33432, and the mailing address of the of the Corporation shall be 1860 North Dixie Highway, Boca Raton, Florida 33432.

ARTICLE III
PURPOSE AND POWERS

Section 1 – Purpose

(a) The Corporation is organized and shall be operated for the exclusive purpose of engaging in charitable, educational and scientific activities within the meaning of §501(c)(3) of the Internal Revenue Code of 1986, as amended, ("Code") (or the corresponding provision of any future United States internal revenue law), and specifically to operate exclusively for the benefit of the George Snow Scholarship Fund, Inc., a Florida not-for-profit charitable corporation, or its successor, (hereinafter the "**Foundation**") and to further its charitable and public programs as set forth below. The Corporation shall not initiate projects (other than fund raising projects and activities related and incidental thereto) without the prior written approval of the Foundation. The Corporation's activities shall be to respond to the financial needs of the Foundation as communicated periodically by the Foundation to the Corporation, and in such connection to:

(i) raise funds to assist with the annual operating budget of the Foundation;

(ii) raise funds for annual restoration, conservation, preservation, deferred maintenance, capital improvements, and public educational programming of the Foundation;

(iii) raise funds for long-range endowment growth, restoration, conservation, preservation, deferred maintenance and capital improvements of the Foundation; and

(iv) manage investments, fund raising and development activity, and development related communications of the Foundation.

Section 2 – Powers

(a) The Corporation's purposes as herein stated shall be carried out by its Board of Directors in a manner that will enable the Corporation to qualify and continue to qualify as a charitable organization within the meaning of §501(c)(3) and §509(a)(3) of the Code. To this end the Corporation shall have the following powers:

(i) To own, acquire, convey, exchange, lease, mortgage, encumber, transfer upon trust, or otherwise dispose of, all property, real or personal; to borrow money, contract debts, and issue bonds, notes and debentures, and to secure the payment or performance of its obligations.

(ii) To receive property by gift, devise or bequest subject to the laws regulating the transfer of property by will, and otherwise to acquire and hold all property, real or personal, including shares of stock, bonds and securities of other corporations.

(iii) To enter into contracts with any person, firm, association, corporation, partnership, municipality, county, state, nation or with any agency of any of the foregoing.

(iv) To perform every act necessary or proper for the accomplishment of the objects and purposes enumerated or for the protection and benefit of the Corporation.

(b) Notwithstanding any powers granted to this Corporation by its Articles of Incorporation, or by the laws of the State of Florida, the following limitations of powers shall apply and be paramount:

(i) No part of the net earnings of the Corporation shall inure to the benefit of any incorporator, director or officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes and except to the extent that benefit inures to persons or entities in accordance with the carrying out of the

Corporation's charitable purposes as herein defined), and no director or officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the Corporation's assets on dissolution of the Corporation.

(ii) No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation.

(iii) The Corporation shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of (or in opposition to) any candidate for public office.

(iv) Notwithstanding any other provisions of these Articles, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization (a) which is exempt under §501(c)(3) of the Code (b) which is other than a private foundation within the meaning of §509(a)(3) of the Code, (c) contributions to which are deductible under §170(c)(2) or §2055(a) of the Code, or (d) gifts to which are deductible under §2522(a)(2) of the Code (or the corresponding provision of any future United States internal revenue law).

(v) Upon the dissolution of the Corporation, the Board of Directors of the Corporation shall, after paying or making provision for the payment of all of the liabilities of the Corporation, distribute all residual assets of the Corporation to the Foundation, or its successor organization, provided that the Foundation is then exempt under §501(c)(3) of the Code (or the corresponding provision of any future United States internal revenue law) or if the Foundation has ceased to exist and has no successor organization, or if the Foundation or its successor organization is not then exempt under §501(c)(3) of the Code (or the corresponding provisions of any future United States revenue law), to one or more organizations described in §501(c)(3) and §170(c)(2) of the Code (or corresponding provisions of any future United States internal revenue law) exclusively for charitable, educational and public purposes. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction exclusively for charitable, educational and public purposes, or to such organization or organizations organized and operated exclusively for such charitable, educational and public purposes and described in §501(c)(3) and §170(c)(2) of the Code (or corresponding provisions of any future United States internal revenue law) as said court shall determine.

ARTICLE IV

MANNER OF ELECTION OF THE BOARD OF DIRECTORS

The Corporation shall have three (3) Directors initially. The number of Directors may be increased or diminished from time to time as provided in the Bylaws, provided that the Corporation shall always have at least three (3) Directors. Directors shall be elected and removed by the Foundation.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATE
2011 OCT 20 PM 3:36

ARTICLE V
INITIAL BOARD OF DIRECTORS AND OFFICERS

- (a) The names and addresses of the initial Board of Directors and Officers are:

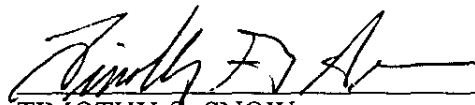
	<u>NAME, TITLE</u>	<u>ADDRESS</u>
1.	M.J. "Mike" Arts	1860 North Dixie Highway Boca Raton, Florida 33432
2.	Richard A. Murdoch	1860 North Dixie Highway Boca Raton, Florida 33432
3.	Timothy G. Snow	1860 North Dixie Highway Boca Raton, Florida 33432

- (b) The initial Board of Directors and Officers shall serve until the first Annual Meeting of the Foundation or until their successors are duly elected and qualified.

ARTICLE VI
REGISTERED AGENT

The name of the initial Registered Agent is Timothy G. Snow, and his street address is 1860 North Dixie Highway, Boca Raton, FL 33432.

Having been named as registered agent to accept service of process for the above stated Corporation at the place designated in this Certificate, I am familiar with and accept the appointment as Registered Agent and agree to act in its capacity.

 10-5-11
TIMOTHY G. SNOW, Date
Registered Agent

ARTICLE VII
INCORPORATOR

The name and address of the incorporator is Timothy G. Snow, 1860 North Dixie Highway, Boca Raton, FL 33432.

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the

*Department of State constitutes a third degree felony as provided for in
s. 817.155, F.S.*



TIMOTHY G. SNOW
Incorporator

10-5-11
Date

«BOCA 271702_v1/30417-0008»

FILE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2011 OCT 20 PM 3:36