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ARTICLES OF AMENDMENT AND RESTATEMENT
of the
ARTICLES OF INCORPORATION
of
LPS FOUNDATION, INC.
(A CORPORATION NOT FOR PROFIT)

FILED
12 JUL 27 AM 11:48
TALLAHASSEE, FLORIDA

Pursuant to Chapter 617, Florida Statutes, LPS Foundation, Inc., a Florida corporation not for profit (the "*Corporation*"), adopts the following Amended and Restated Articles of Incorporation:

FIRST: The Amended and Restated Articles of Incorporation of the Corporation (the "*Amended and Restated Articles*") are set forth in EXHIBIT A.

SECOND: The Amended and Restated Articles were adopted on the 20th day of July, 2012.

FOURTH: The Amended and Restated Articles were adopted by all of the members of the Board of Directors of the Corporation.

FIFTH: The Amended and Restated Articles shall become effective as of the date these Articles of Amendment and Restatement are filed with the Secretary of State of Florida.

Signed this 20th day of July, 2012.

By: Thomas L. Schilling
Thomas L. Schilling, President
(Print Name)

EXHIBIT A

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
LPS FOUNDATION, INC.**

ARTICLE I

The name of the corporation is LPS Foundation, Inc. The principal street address and mailing address of the corporation is 601 Riverside Avenue, Jacksonville, Florida 32204.

ARTICLE II

The period of the duration of the corporation is perpetual unless dissolved according to law. Corporate existence commenced on June 25, 2012, upon the filing and acceptance of the Articles of Incorporation of the corporation in the office of the Secretary of State of Florida.

ARTICLE III

The purposes for which the corporation is organized are religious, charitable, scientific, literary and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

The corporation shall not carry on any other activities not permitted to be carried on by: (a) a corporation qualifying for exemption from federal income tax as an organization described in Section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code; (b) 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; or (c) a corporation organized under Chapter 617, Florida Statutes or its successors.

Further: (i) the corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code; (ii) the corporation will not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code; (iii) the corporation will not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code; (iv) the corporation will not make any investments in a manner as to subject it to tax under Section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code; and (v) the corporation will not make any taxable expenditures as defined in Section 4945 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IV

The corporation shall have one member, Lender Processing Services, LLC, a Delaware limited liability company (the "Member") and the conditions of membership shall be as set forth in the corporation's bylaws.

ARTICLE V

The government of the corporation and the management of its affairs shall be vested in the Board of Directors. To the extent not provided for in these Articles of Incorporation, the qualification, duties, term of office, and manner of election of the Board of Directors shall be fixed, determined, and subject to the bylaws of the corporation. The number of Directors constituting the initial Board of Directors of the corporation is three (3). The number of Directors shall not be less than three (3) nor more

than nine (9). The members of the Board of Directors shall be elected to serve until their successors have been duly elected and qualified. The names of the persons who are to serve as the initial Directors of the corporation are Hugh R. Harris, Thomas L. Schilling, and Todd C. Johnson.

ARTICLE VI

The corporation is organized under a non-stock basis, and no shares of capital stock shall be issued.

ARTICLE VII

In the event of dissolution of the corporation, after paying or adequately providing for the debts and obligation of the corporation, the residual assets of the corporation will be distributed to one or more nonprofit funds, foundations or corporations, which are organized and operated exclusively for charitable, educational, or religious and/or scientific purposes and which have established their tax-exempt status under Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code, as amended, or the corresponding sections of any future federal tax code.

ARTICLE VIII

The name and address of the incorporator was Colleen E. Haley, 601 Riverside Avenue, Jacksonville, Florida 32204.

ARTICLE IX

These Articles of Incorporation may be amended by the Board of Directors in the manner provided by law.

ARTICLE X

Initial bylaws of the corporation shall be adopted by the Board of Directors and shall be thereafter effective. Amendments to the bylaws shall be made in the manner provided in such bylaws.

ARTICLE XI

The corporation shall be a corporation not for profit. No part of its assets or earnings shall inure to or be distributed for the benefit of any private shareholder or individual; provided however, that the preceding provision shall not prevent the corporation from paying reasonable and ordinary and necessary expenses of employees, officers and agents. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE XII

The street address of the initial registered office of the corporation is 1200 South Pine Island Road, Plantation, Florida 33324. The name of the initial registered agent at such address is CT Corporation System.

END OF DOCUMENT

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