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FLORIDA PROFIT/NON PROFIT CORPORATION

Betty Bloeth Memorial Scholarship, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF

BETTY BLOETH MEMORIAL SCHOLARSHIP FUND, INC.

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation not for profit under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is: **Betty Bloeth Memorial Scholarship Fund, Inc.**

ARTICLE II. TERM OF EXISTENCE

The corporation shall have a perpetual existence, beginning upon the filing of these articles. If for any reason the corporation shall be dissolved or finally liquidated, all assets shall be transferred to St. Joseph's Endowment Fund, or, if it should cease to exist, another 501(c)(3) entity whose purpose is to confer college scholarships on deserving students.

THIS INSTRUMENT PREPARED BY:

Robert O. Sammons, Esq.
Floyd, Sammons & Spanjers, P.A.
1556 Sixth Street SE
Winter Haven, FL 33880-4509
Florida Bar Number 282952
(863) 293-3801

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ARTICLE III. INTIAL PRINCIPAL OFFICE

The street address of the initial principal office of the corporation in the State of Florida is 535 Avenue M NW, Winter Haven, FL 33881. The mailing address of the initial principal office of the corporation in the State of Florida is 535 Avenue M NW, Winter Haven, FL 33881. The Board of Directors may from time to time move the principal office to any other address.

ARTICLE IV. INTIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation in the State of Florida is 1556 Sixth Street SE, Winter Haven, FL 33880-4509, and the name of the corporation's initial registered agent at that address is Robert O. Sammons, Esq. The Board of Directors may from time to time move the registered office to any other address in Florida.

ARTICLE V. DIRECTORS

This corporation shall have five (5) directors initially. The number of directors may be increased or diminished from time to time, as provided in the bylaws. The name and street address of each member of the first Board of Directors is:

<u>Name</u>	<u>Address</u>
Deborah Schwope	535 Avenue M NW, Winter Haven, FL 33881
Jessica Bruchey	535 Avenue M NW, Winter Haven, FL 33881
Charles Proctor	535 Avenue M NW, Winter Haven, FL 33881
Janel Magnole	535 Avenue M NW, Winter Haven, FL 33881
Tammi Haas	535 Avenue M NW, Winter Haven, FL 33881

Members of the first Board of Directors shall serve until their successors are elected or appointed and have qualified. The manner of election of future directors shall be provided for in the bylaws.

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ARTICLE VI. RESTRICTIONS

This corporation is organized exclusively for charitable, religious, educational, and/or scientific purposes under section 501(c) (3) of the Internal Revenue Code. The purpose of this corporation shall be to provide college scholarships for outstanding eighth grade students of St. Joseph's Catholic School in Winter Haven, Florida. Notwithstanding any other provision of these articles:

A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. 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 any candidate for public office. Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by an corporation exempt from federal income tax under section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

B. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

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ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

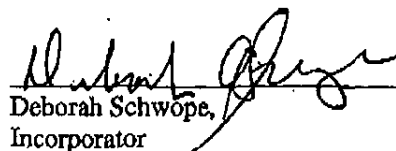
Name

Address

Deborah Schwöpe

535 Avenue M NW, Winter Haven, FL 33881

Executed this 12 day of October, 2012.

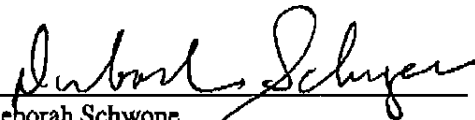

Deborah Schwöpe,
Incorporator

Fax Audit Number H 12000254367 3

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.**

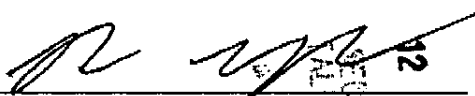
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That Betty Bloeth Memorial Scholarship Fund, Inc., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 535 Avenue M NW, Winter Haven, FL 33881, has named, Robert O. Sammons, Esq., located at 1556 Sixth Street SE, Winter Haven, FL 33880-4509, as its agent to accept service of process within this state.


Deborah Schwope,
Incorporator

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provision of said act relative to keeping open said office. I am familiar with, and accept, the obligations of that position.


Robert O. Sammons, Esq.
Registered Agent

THIS INSTRUMENT PREPARED BY:
Robert O. Sammons, Esq.
Floyd, Sammons & Spanjers, P.A.
1556 Sixth Street SE
Winter Haven, FL 33880-4509
Florida Bar Number 282952
(863) 293-3801

FILED
42 OCT 22 AM 9:41
CLERK OF DISTRICT COURT
JANUARY 10, 2013