

Division of Corporations

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**Florida Department of State**  
**Division of Corporations**  
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**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**South Port Scholarship Fund, Inc.**

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June 14, 2013

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

C T CORPORATION SYSTEM

SUBJECT: SOUTH PORT SQUARE SCHOLARSHIP FUND, INC.  
REF: W13000034664

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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

If you have any further questions concerning your document, please call (850) 245-6052.

Claretha Golden  
Regulatory Specialist II  
New Filing Section

FAX Aud. #: H13000134656  
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ARTICLES OF INCORPORATION  
OF  
SOUTH PORT SQUARE SCHOLARSHIP FUND, INC.  
IN COMPLIANCE WITH CHAPTER 617, F.S. (NOT FOR PROFIT)

RECORDED AT STATE  
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Pursuant to the provisions of Sections 617.1002 and 617.1007, Florida Statutes, the undersigned non-profit, SOUTH PORT SQUARE Scholarship Fund, Inc., hereby adopts the following Articles of Incorporation.

ARTICLE I  
NAME

The name of the corporation shall be "SOUTH PORT SQUARE Scholarship Fund, Inc.," hereinafter referred to as the "Corporation."

ARTICLE II  
PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The address of the principal place of business is 23033 Westchester Boulevard, Port Charlotte, Florida 33980. The mailing address of the business is 23033 Westchester Boulevard, Port Charlotte, Florida 33980.

ARTICLE III  
PURPOSES

The Corporation is organized exclusively for such charitable, educational and scientific purposes as will qualify it for exemption from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), or the corresponding section of any future United States Internal Revenue Law. Within the scope of the foregoing, the Corporation is specifically organized and empowered to provide scholarships or educational grants to worthy students, to solicit and to receive donations, bequests and other gifts, and to engage in such other activities as are necessary, appropriate, or convenient to the furtherance of the foregoing stated purposes and permitted under the laws of the State of Florida and of the United States.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to any director or officer of the Corporation or other private person; provided, however, that the foregoing shall not prohibit the Corporation from paying reasonable payments in furtherance of the purposes set forth in this Article. No substantial part of the activities of the Corporation shall be the carrying on of a program of propaganda or otherwise attempting to influence legislation (except to the extent permitted pursuant to an elections made under Section 501(h) of the Code). 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. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by (a) an organization exempt from federal income taxation under Section 501(c)(3) of the Code, or corresponding

section of any future United States Internal Revenue Law, or (b) an organization, contributions to which are deductible under Section 170(c)(2) of the Code, or corresponding section of any future United States Internal Revenue Law.

**ARTICLE IV**  
**MEMBERSHIP**

All lifetime care residents of SOUTH PORT SQUARE, 23033 Westchester Boulevard, Port Charlotte, FL 33980, are members of this Corporation. The rights and powers of the member shall be as specified in the Bylaws of the Corporation.

**ARTICLE V**  
**TERM**

The term of the Corporation shall be perpetual.

**ARTICLE VI**  
**REGISTERED OFFICE AND AGENT**

The registered office of the Corporation is at 23033 Westchester Blvd. Port Charlotte, FL 33980, and the registered agent at said address is Richard Finn, Executive Director. The office of the Incorporator is Brookdale Senior Living, 6737 W. Washington Street, Suite 2300, Milwaukee, WI 53214 and the incorporator is Stacey E. Meyer.

**ARTICLE VII**  
**BOARD OF DIRECTORS**

The affairs of the Corporation shall be managed by its Board of Directors, which shall consist of such number of persons as shall be fixed by the By-laws from time to time, but shall not be less than three. The qualifications to serve as a director, the rights and powers of the directors, and the manner of selection of the directors shall be as specified in the Bylaws of the Corporation.

The names and addresses of the initial Board of Directors are:

Betty Brooks 23033 Westchester Blvd. Port Charlotte, FL 33980 - Apt. D-307  
Elaine Simcox 23053 Westchester Blvd. Port Charlotte, FL 33980 - Apt. G-204  
Marilyn Hill 23033 Westchester Blvd. Port Charlotte, FL 33980 - Apt C-404

**ARTICLE VIII**  
**AMENDMENT TO THE ARTICLES OF INCORPORATION**

The Board of Directors may amend, alter or repeal any provision of these Articles of Incorporation.

**ARTICLE IV  
DISSOLUTION**

Upon dissolution of the Corporation, all of the Corporation's assets remaining after the payment of all costs and expenses of such dissolution, and after adequate provision has been made for the discharge or assumption of the Corporation's liabilities, shall be distributed to one or more organizations that qualify for exemption from federal income tax as an organization described by Section 501(c)(3) of the Code or the corresponding section of any future United States Internal Revenue Law and that have purposes substantially similar to those of the Corporation, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court for the County in which the principal office of the organization 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 charitable, religious, scientific or educational purpose and which would then qualify as exempt from tax under Section 501(c)(3) of the Code, or the corresponding provision of any future United States Internal Revenue Law. None of the assets will be distributed upon such dissolution to any member, director, or officer of the Corporation, or other private individual.

**CERTIFICATE OF ADOPTION**

We hereby certify that the above and foregoing Articles of Incorporation of SOUTH PORT SQUARE Scholarship Fund, Inc., a not-for-profit corporation, were duly approved and adopted by the Board of Directors of said corporation, all as required by law, on the 11th day of JUNE, 2013.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation effective the 11th day of JUNE 2013.

**SOUTH PORT SQUARE SCHOLARSHIP  
FUND, INC.**



By: Stacey E. Meyer  
Incorporator

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 this capacity.



By: Richard Flnn  
Registered Agent

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