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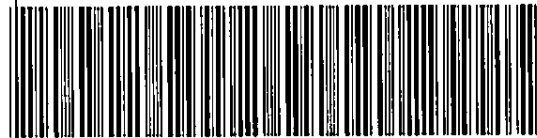
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18 JAN 26 AM 8:20
2018 JAN 26 10:40 AM
CLERK OF COURT
JAN 26 2018

JAN 30 2018

Brumbley

COVER LETTER

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

SUBJECT: FIRST LAO-AMERICAN STUDENT FOUNDATION OF
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX) FLORIDA, INC

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: CHANTHANY PHRATHEP
Name (Printed or typed)

2725 59th Way. N
Address

St. Petersburg FL 33710
City, State & Zip

(727) 687-1472
Daytime Telephone number

phra278@hotmail.com
E-mail address: (to be used for future annual report notification)

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

ARTICLES OF INCORPORATION

FIRST LAO-AMERICAN STUDENT FOUNDATION OF FLORIDA, INC

In compliance with Chapter 617, F.S. (Not For Profit), the undersigned, desiring to incorporate a nonprofit corporation, hereby state that:

ARTICLE I NAME

The name of the Corporation is: First Lao-American Student Foundation of Florida, Inc.

The scholarship component of the organization will be called "First Lao-American Student Foundation scholarship".

ARTICLE II INITIAL ADDRESSES OF THE CORPORATION

The initial physical and mailing address of the Corporation is:

2725 59TH Way North, St. Petersburg, Florida 33710

ARTICLE III APPOINTMENT OF REGISTERED AGENT

The registered agent of the corporation shall be:

Chanthany Phraihap
2725 59th Way North
St. Petersburg, FL 33710

ARTICLE IV NONPROFIT CORPORATION

The Corporation does not contemplate pecuniary gain or profit, incidental or otherwise.

ARTICLE V DURATION

The term for which the Corporation is to exist is perpetual.

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CLERK OF CIRCUIT COURT
ST. PETERSBURG, FLORIDA

ARTICLE VI PURPOSES

The First Lao-American Student Foundation of Florida, Inc. is a non-profit corporation and shall operate exclusively for educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code.

The purpose of the First Lao-American Student Foundation of Florida, Inc is to enhance, supplement and enrich existing programs and to provide new programs and opportunities to *Lao students in the state of Florida*. Subject to the restrictions and limitations set forth in this article, we will:

(a) provide the practical means and material supports to *the students* currently enrolled in the primary school, secondary school and higher education.

(b) create strong communication channels to foster exchanging their ideas, knowledge and academic accomplishments so that they can support each other, establish bonds and be even more competitive in this highly competitive world.

(c) provide academic guidelines, academic support and materials support thus (i) helping *the students* to achieve their academic and/or professional goals, (ii) bonding and creating lasting friendships, (iii) creating a self-mentoring process for support amongst themselves, and (iv) providing the basis for them to network through availability and one-stop information on all venues they may encounter.

Through donations and fundraisers, disbursements of the Foundation's funds will be made annually to give gifts or award scholarships to high school graduates in pursuit of a higher education.

To maximize our impact on current efforts, we may seek to collaborate with other non-profit organizations which fall under the 501(c)(3) section of the internal revenue code and are operated exclusively for educational and charitable purpose.

ARTICLE VII NON-PROFIT NATURE

SECTION A. Non-profit Nature

First Lao-American Student Foundation, Inc. is organized exclusively for charitable and educational purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. No part of the net earnings of First Lao-American Student Foundation, Inc. shall inure to the benefits of, or be distributable to its members, 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.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under corresponding section of any future federal tax code.

First Lao-American Student Foundation, Inc. is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational and charitable purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

SECTION B. Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of First Lao-American Student Foundation, Inc. of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

ARTICLE VIII DISTRIBUTION OF ASSETS ON DISSOLUTION

Although the period of duration of the Corporation is perpetual, if for any reason the Corporation is to be dissolved or otherwise terminated, no part of the property of the Corporation or any of the proceeds shall be distributed or inure to the benefit of any of the officers or directors of the Corporation or any private individual. In such event, all property and proceeds of the Corporation, subject to the discharge of valid obligations of the Corporation, and to the applicable provisions of the laws of the State of Florida, shall be distributed to the First Lao-American Student Foundation, or its successor, if any. If the First Lao-American Student Foundation, Inc., or its successor, shall not then be in existence, the assets of the Corporation shall be distributed as directed by the Board of Directors to such Section 501(c)(3) organizations that are organized and operated for purpose similar to those of the Corporation, as the Board of Directors of the Corporation shall determine. Any such assets not disposed of shall be disposed of by the court of competent jurisdiction in the county in which the principal office of the organization is then located, exclusively for such purpose or to such organization or organizations, a said Court shall determine, which are organized and operated exclusively for such purpose.

ARTICLE IX BOARD OF DIRECTORS

Section A. Governance

First Lao-American Student Foundation, Inc. shall be governed by its board of directors. The Board of Directors of the Corporation shall have the authority to adopt the bylaws of the Corporation, which shall thereafter be amended in accordance with the provisions contained in the bylaws.

Section B. Initial Directors

The Board of Directors of the Corporation shall be the incorporators. The name and address of the initial directors of the Board of Directors of this Corporation, to serve such terms as members of the Board of Directors in accordance with the provisions of the bylaws, are set forth below:

Virasak Pholvichitr
Thongchanh Khenmy
Phisay Saengphaxay
Saykham Phouthavong
Dr. Somphanh Khousakoun
Danivong Phrathep

ARTICLE X SELF PERPETUATING BOARD

The activities, property and affairs of the Corporation shall be managed and controlled by its Board of Directors, and the election of the Corporation's Board of Directors shall be in accordance with and governed by the provisions of the bylaws of the Corporation. The Corporation's Board of Directors shall be governed by such reasonable rules regarding authority and duties, number and composition, nomination and election, term of office, resignation and removal, vacancies, meetings and requirements for quorum and majority, and compensation as bylaws adopted by the Corporation's Board of Directors shall provide.

ARTICLE XI MEMBERSHIP

First Lao-American Student Foundation, Inc. shall not have any paid member. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

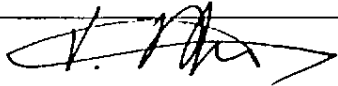
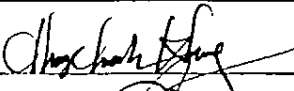

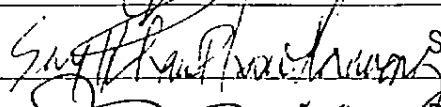
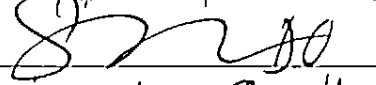
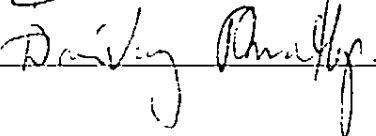
ARTICLE XII AMENDMENTS

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

Certificate Of Adoption OF Articles Of Incorporation

We, the undersigned, do hereby certify that the above stated Articles of Incorporation of First Lao-American Student Foundation, Inc. were approved by the board of directors on the 13th day of January, 2018 and constitute a complete copy of Articles of Incorporation of the First Lao-American Student Foundation, Inc.

Names, addresses and signatures of all directors and incorporators.

<u>Signature</u>	<u>Name</u>	<u>Address</u>
	Virasak Pholvichitr	5975 Carrier Street North St. Petersburg, FL 33714
	Thongchanh Khenmy	5917 106 th Terr North Pinellas, FL 33782
	Phisay Saengphaxay	4745 25 th Street North St. Petersburg, FL 33714
	Saykham Phouthavong	8578 Somerset Drive Largo, FL 33773
	Dr. Somphanh Khousakoun	174 Brookside CT Palm Harbour, FL 34683
	Danivong Phrathep	2725 59 th Way North St. Petersburg, FL 33710

Acknowledgment of consent to appointment as registered agent

I, Chanthany Phrathep, agree to be the registered agent for First Lao-American Student Foundation of Florida, Inc. as appointed herein.

Registered Agent:



Date:

01/13/2018