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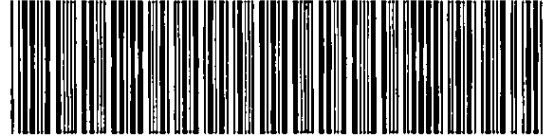
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**Gutiérrez Bergman Boulris, PLLC**

ATTORNEYS AT LAW

901 Ponce de Leon Boulevard  
Suite 303  
Coral Gables, Florida 33134  
Office: (305) 358-5100  
Fax: (305) 468-6175

Mark J. Boulris  
Direct Dial: (305) 358-5100; Ext. 102  
Mark.Boulris@gbblpl.com

October 22, 2018

BY FEDEX:  
TRACKING NO. 7735 3500 1694

Florida Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

Re: The Kelsie Karpiak Memorial Scholarship Foundation, Inc., a Florida not-for-profit corporation

Dear Sir or Madam:

Enclosed please find the following relative to the above-referenced not-for-profit corporation:

1. Articles of Incorporation – for filing;
2. Copy of the Articles – for certified copy;
3. Check number 4279 from Rosanna and Craig Karpiak payable to the Department of State in the amount of \$87.50 in payment of the fees for filing the Articles, a certified copy of the filed Articles, and a Certificate of Status; and
4. FedEx envelope (preaddressed and prepaid) for sending me the certified copy of the Articles and the Certificate of Status.

Please feel free to call my cell phone (305-717-1820) if you have any comments or questions regarding this matter. Thank you.

Sincerely,



Mark J. Boulris, P.A.  
For the Firm

Enclosures

cc: Rosanna and Craig Karpiak

## COVER LETTER

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

**SUBJECT:** THE KELSIE KARPIAK MEMORIAL SCHOLARSHIP FOUNDATION, 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:** Mark J. Boulris, Esq.

\_\_\_\_\_  
Name (Printed or typed)

901 Ponce de Leon Blvd., Suite 303

\_\_\_\_\_  
Address

Coral Gables, Florida 33134

\_\_\_\_\_  
City, State & Zip

305-358-5100 (ext. 102)

\_\_\_\_\_  
Daytime Telephone number

Mark.Boulris@gbbpl.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 OF  
**THE KELSIE KARPIAK MEMORIAL SCHOLARSHIP FOUNDATION, INC.**  
a Florida not-for-profit corporation

The undersigned, acting as incorporator of **THE KELSIE KARPIAK MEMORIAL SCHOLARSHIP FOUNDATION, INC.**, under the Chapter 617, Florida Statutes (the Florida Not For Profit Corporation Act), adopts the following Articles of Incorporation.

**ARTICLE I**

**Name**

The name of the Corporation is THE KELSIE KARPIAK MEMORIAL SCHOLARSHIP FOUNDATION, INC. (the "**Corporation**"). a Florida not-for-profit corporation.

**ARTICLE II**

**Principal Office**

The initial principal office of the Corporation is 8340 SW 162 Street Palmetto Bay, Florida 33157.

**ARTICLE III**

**Mailing Address**

The initial mailing address of the Corporation is 8340 SW 162 Street Palmetto Bay, Florida 33157.

**ARTICLE IV**

**Purpose**

The purpose for which the Corporation is organized is to provide high school students who exhibit exemplary achievement in the performing arts, and a commitment to community service, selected on an objective and nondiscriminatory basis from the general public, with grant funding/scholarships to help subsidize the cost of their desired post-high school training and academic endeavors, as well as to provide a platform for students to emphasize community service and to promote performance arts.

**ARTICLE V**

**Manner of Election**

The method of election or appointment of Directors of the Corporation shall be stated in the Bylaws of the Corporation.

**ARTICLE VI**  
**Board of Directors**

The powers and affairs of the Corporation shall be managed by a Board of Directors consisting of no less than three (3) directors. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation, but may never be less than three (3). The name and address of each member of the Corporation's initial Board of Directors is:

<u>Name</u>	<u>Address</u>
Craig J. Karpiak	8340 SW 162 Street Palmetto Bay, Florida 33157
Rosanna H. Karpiak	8340 SW 162 Street Palmetto Bay, Florida 33157
Craig J. Karpiak, Jr.	8340 SW 162 Street Palmetto Bay, Florida 33157

**ARTICLE VII**  
**Officers**

The names and addresses of the Corporation's initial officers are:

<u>Office</u>	<u>Name</u>	<u>Address</u>
President:	Rosanna H. Karpiak	8340 SW 162 Street Palmetto Bay, Florida 33157
Vice President:	Craig J. Karpiak, Jr.	8340 SW 162 Street Palmetto Bay, Florida 33157
Treasurer:	Craig J. Karpiak	8340 SW 162 Street Palmetto Bay, Florida 33157
Secretary:	Craig J. Karpiak	8340 SW 162 Street Palmetto Bay, Florida 33157

**ARTICLE VIII**  
**Bylaws**

The Board of Directors of the Corporation may provide such Bylaws for the conduct of the business of the Corporation and the carrying out of its purposes as such Directors may deem necessary from time to time. Upon notice properly given, the Bylaws may be amended, altered, or rescinded by majority vote of the Directors present at any regular or special meeting called for that purpose, subject to any limitations set forth in the Florida Not For Profit Corporation Act.

**ARTICLE IX**  
**Indemnification**

To the extent permitted by law, the Corporation shall indemnify any person who was or is a party to any proceeding by reason of the fact that he or she was or is a director, officer, employee, agent, or incorporator of the Corporation or was or is serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise against liability incurred in connection with such proceeding, including any appeal thereof, if he or she acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interests of the Corporation, and with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful. The Corporation shall reimburse each person for all costs and expenses, including attorneys' fees and costs, reasonably incurred by him or her in connection with any such liability in the manner provided by law or in accordance with the Corporation's Bylaws.

The rights accruing to any person under the foregoing provision shall not exclude any other right to which he or she may be lawfully entitled, nor shall anything therein contained restrict the right of the Corporation to indemnify or to reimburse such person in any proper case even though not specifically provided for herein.

**ARTICLE X**  
**Amendment to Articles of Incorporation**

An amendment to these Articles of Incorporation may be proposed by any Director of the Corporation, but such amendment may be adopted only after receiving an affirmative vote of the majority of the Directors present at any regular or special meeting called for that purpose, subject to any limitations set forth in the Florida Not For Profit Corporation Act.

**ARTICLE XI**  
**Registered Agent and**

The name and Florida street address of the Corporation's initial registered agent is:

Mark J. Boulris, Esq.  
901 Ponce de Leon Boulevard  
Suite 303  
Coral Gables, Florida 33134

**ARTICLE XII**  
**Incorporator**

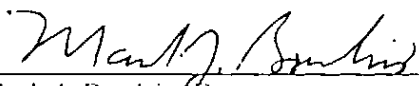
The name and street address of the incorporator of the Corporation are:

Mark J. Boulris, Esq.  
901 Ponce de Leon Boulevard  
Suite 303  
Coral Gables, Florida 33134

**Article XIII**  
**Corporate Existence**

The corporate existence of the Corporation shall begin effective as of October 23, 2018. This Corporation shall have perpetual existence unless terminated sooner in accordance with the laws of the State of Florida.

As the incorporator of the Corporation, 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 Section 817.155, Florida Statutes.

  
\_\_\_\_\_  
Mark J. Boulris, Esq.

Date: October 22, 2018

Certificate of Designation Registered Agent/Registered Office

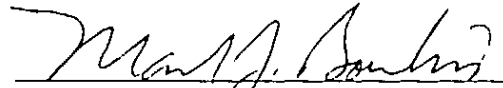
**Corporation:**

THE KELSIE KARPIAK MEMORIAL SCHOLARSHIP FOUNDATION, INC.

**Registered Agent:**

Mark J. Boulris, Esq.  
901 Ponce de Leon Boulevard  
Suite 303  
Coral Gables, Florida 33134

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.

  
Mark J. Boulris, Esq.