

10/30/2020

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FLORIDA PROFIT/NON PROFIT CORPORATION

Champion College Solutions, Inc.

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H20000377467 3

**ARTICLES OF INCORPORATION
OF
CHAMPION COLLEGE SOLUTIONS, INC.**

The undersigned, acting as the Incorporator of CHAMPION COLLEGE SOLUTIONS, INC., under the Florida Not for Profit Corporations Act, Chapter 617 of the Florida Statutes, does hereby submit the following Articles of Incorporation.

ARTICLE I
NAME

The name of the Corporation is CHAMPION COLLEGE SOLUTIONS, INC. (the "Corporation").

ARTICLE II
INITIAL PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The Corporation's initial principal place of business and mailing address shall be:

201 S. Biscayne Blvd.
Suite 800
Miami, Florida 33131

The Board of Directors may from time to time move the principal place of business and mailing address office of the Corporation to any other addresses in the State of Florida.

ARTICLE III
DURATION AND COMMENCEMENT OF EXISTENCE

The Corporation shall have perpetual existence, commencing with the filing of these Articles of Incorporation with the Florida Department of State.

ARTICLE IV
PURPOSES

The purposes for which the Corporation is formed are exclusively to promote and implement the teaching and advocacy of financial literacy to students in pursuit of higher learning, namely by carrying on, promoting and/or conducting the following activities:

1. To provide classes and workshops to teach and discuss the following topics:
 - a. The application process and proper use of scholarships, grants and student loans, including, but not limited to, teaching students their rights and obligations under student loan agreements and how to prevent defaulting on student loans.
 - b. To develop important life skills, such as financial literacy, financial planning, behavior tools to aid in success, civics classes, and lifestyle courses aimed at enriching the college experience and life in general.

H20000377467 3

H20000377467 3

2. To develop and conduct surveys that provide quality assurance within the previously mentioned programs.
3. To collaborate with recognized scholarship organizations, research foundations, colleges and/or universities to accomplish the purposes previously described.
4. To carry on exclusively charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, as amended.
5. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to 501(c)(3) organizations.

ARTICLE V
POWERS

The Corporation shall have the power, either directly or indirectly, either alone or in conjunction or in cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, desirable, suitable or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which the Corporation is organized, and to aid or assist other organizations whose activities are such as to further accomplish, foster or attain any of such purposes.

In carrying out such purposes, the Corporation shall have all of the powers and authorities granted by statute and law, including the power and authority to accept gifts, devises and other contributions for such purposes, to hold and administer the funds and properties received and to expend, contribute and otherwise dispose of funds or properties for charitable purposes either directly or by contribution to other organizations organized and operated exclusively for similar charitable purposes; provided, however, said powers and authorities shall be exercised only in furtherance of charitable purposes.

ARTICLE VI
MEMBERSHIP

The Corporation shall have no members.

ARTICLE VII
DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors; members of which shall be elected in accordance with Bylaws adopted for the Corporation. The number of members of the Board of Directors shall be fixed as set forth in Bylaws adopted for the Corporation; provided, however, the Corporation shall never have less than three (3) members of the Board of Directors. The names and addresses of the initial Board of Directors, consisting of those persons who shall serve until their successors have been duly elected and qualified are:

Mary Lyn Hammer	Kathy Arseneau	Cheryl Kesson
c/o 201 S. Biscayne Blvd.	c/o 201 S. Biscayne Blvd.	c/o 201 S. Biscayne Blvd.
Suite 800	Suite 800	Suite 800
Miami, FL 33131	Miami, FL 33131	Miami, FL 33131

H20000377467 3

H20000377467 3

ARTICLE VIIIOFFICERS

The officers of the Corporation shall be a President, Secretary and Treasurer and/or Assistant Secretary, and such other officers as may be provided by Bylaws adopted for the Corporation and/or elected by the Board of Directors. Officers shall be elected by the Board of Directors in the manner set forth in Bylaws adopted for the Corporation. The names, addresses and titles of the initial officers are:

<u>Name and Address</u>	<u>Office</u>
Mary Lyn Hammer c/o 201 S. Biscayne Boulevard Suite 800 Miami, FL 33131	President/ Secretary
Kathy Arseneau c/o 201 S. Biscayne Boulevard Suite 800 Miami, FL 33131	Treasurer
Cheryl Kesson c/o 201 S. Biscayne Boulevard Suite 800 Miami, FL 33131	Assistant Secretary

ARTICLE IXBYLAWS

The Board of Directors shall provide such Bylaws for the conduct of the Corporation's business and for the carrying out of the Corporation's purposes as the Board of Directors may deem necessary from time to time.

ARTICLE XAMENDMENTS

Amendments to these Articles of Incorporation shall be proposed by resolution of the Board of Directors or by the officers of the Corporation and shall be approved by the Board of Directors by a majority vote of a quorum present at a meeting duly called in accordance with Bylaws adopted for the Corporation.

ARTICLE XILIMITATIONS ON ACTIONS

All of the assets and earnings of the Corporation shall be used exclusively for the exempt purposes hereinabove set forth, including the payment of expenses incidental thereto. No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to any trustees, officers, directors or any other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make distributions and payments in furtherance of the purposes set forth above.

H20000377467 3

H20000377467 3

The Corporation shall have no capital stock, pay no dividends, and distribute no part of its net income or assets to any trustees, directors or officers or any other private persons, and the private property of any trustees, directors or officers or any other private person shall not be liable for the debts of the Corporation.

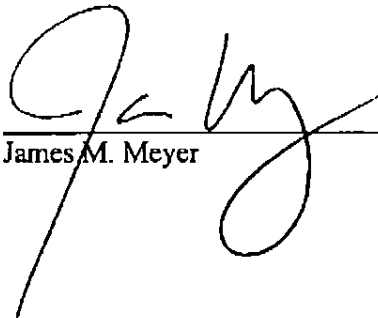
ARTICLE XII
DISSOLUTION

Upon dissolution of the Corporation, all of its assets remaining after payment of or provision for all liabilities of the Corporation, including costs and expenses of such dissolution, shall be distributed to an organization with similar purposes, as shall be selected by the last Board of Directors of the Corporation. None of the assets will be distributed to any trustee, officer or director of the Corporation or any other private entity or person. Any such assets not so disposed of shall be disposed of by the court of common pleas of the county in which the principal office of the Corporation 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 such purposes.

ARTICLE XIII
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 201 S. Biscayne Blvd., Suite 800, Miami, Florida 33131, and the name of the initial registered agent at such address is LAW CENTER OF FLORIDA, INC.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 30th day of October, 2020.



James M. Meyer

H20000377467 3

H20000377467 3

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

That CHAMPION COLLEGE SOLUTIONS, INC., desiring to incorporate under the laws of the State of Florida, has named LAW CENTER OF FLORIDA, INC. as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-referenced Corporation at 201 S. Biscayne Blvd., Suite 800, Miami, Florida 33131, the undersigned hereby agrees to act in this capacity, agrees to comply with the provisions of all statutes relative to the proper and complete performance of the duties of a registered agent, and accepts the duties and obligations of Section 617.0503, Florida Statutes.

Dated this 30th day of October, 2020.

LAW CENTER OF FLORIDA, INC.

By: 
Name: James M. Meyer
Title: Director

H20000377467 3