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A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS

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FILED
96 MAY 13 PM 12:40

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
205 N. PARSONS AVENUE
BRANDON, FLORIDA 33510
PLEASE REPLY TO:
915 OAKFIELD DRIVE, SOUTH P
BRANDON, FLORIDA 33511

May 9, 1996

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

RE: Highlighting Hillsborough, Inc.

300001820009
-05/14/96--01041--001
*****70.00 *****70.00

Dear Madame:

Enclosed for filing are the Articles of Incorporation for Highlighting Hillsborough, Inc., a Non-Profit Corporation. I have enclosed my trust account check in the amount of \$70 to cover the filing fee.

Thank you for your courtesies in the matter.

Very truly yours,

Ralph Stoddard
Ralph C. Stoddard

RCS/skc

Enclosure

X
5-20-96

ARTICLES OF INCORPORATION
OF
HIGHLIGHTING HILLSBOROUGH, INC.
A FLORIDA NONPROFIT CORPORATION

FILED
96 MAY 13 PM 12:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1

Name and Address

The name of the corporation is: Highlighting Hillsborough, Inc. The principal and registered office address of the corporation is 3715 Casaba Loop, Valrico, Florida 33594.

ARTICLE 2

Duration

The duration of the Corporation is perpetual.

ARTICLE 3

THE PURPOSE FOR THE INCORPORATION

The Purposes of the Corporation are:

1. To organize and fund the program to paint and rehabilitate the homes of low income and elderly residents who fall at or below the minimum poverty level in Hillsborough County, Florida.
2. The purposes for which the corporation is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

3. Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

ARTICLE 4

Members

The Corporation shall have Voting Members, who shall be elected (and may be removed) by the voting Members, and who shall have all the rights and privileges of members of the Corporation. The Bylaws may provide for Non-voting Members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the Bylaws, but who shall not have the right to vote. The names and addresses of each initial Voting Members are as follows:

<u>Name</u>	<u>Address</u>
Fred Uphoff	3715 Casaba Loop, Valrico, FL 33594
Greg Prince	2317 Selkirk Street, Valrico, FL 33594
Linda Robbins	819 Walsingham Way, Valrico, FL 33594

ARTICLE 5

Initial Registered Agent and Office

The initial registered agent is Fred Uphoff and the initial registered office is 3715 Casaba Loop, Valrico, FL 33594.

ARTICLE 6

Initial Board of Directors

The Initial Board of Directors shall have three members whose names and addresses are:

<u>Name</u>	<u>Address</u>
Fred Uphoff	3715 Casaba Loop, Valrico, FL 33594
Greg Prince	2317 Selkirk Street, Valrico, FL 33594
Linda Robbins	819 Walsingham Way, Valrico, FL 33594

The number of directors may be raised or lowered by amendment of the Bylaws but shall in no case be less than three. The number of directors may be increased or decreased from time to time by vote of the Shareholders and the directors shall be elected as set out in the bylaws.

ARTICLE 7

Officers

The officers of the Corporation shall consist of a President, Secretary and Treasurer. Other officers may be provided for in the Bylaws. Each officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and in such manner as may be prescribed by the Bylaws. The name and address of each initial Officer of the Corporation is as follows:

<u>Title</u>	<u>Name</u>	<u>Address</u>
President	Fred Uphoff	3715 Casaba Loop, Valrico, FL 33594
Vice President	Greg Prince	2317 Selkirk Street, Valrico, FL 33594
Secretary/Treasurer	Linda Robbins	819 Walsingham Way, Valrico, FL 33594

ARTICLE 8

INCORPORATOR

The name and address of the incorporator of this corporation is: Fred Uphoff, 3715 Casaba Loop, Valrico, FL 33594.

ARTICLE 9

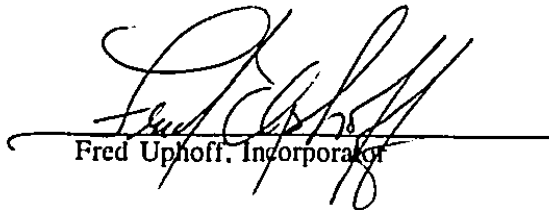
Nonstock Basis

The corporation is organized (and shall be operated) on a nonstock basis within the meaning of the Florida Not For Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock, but may issue membership certificates if so provided in the Bylaws.

ARTICLE X

Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future Federal tax code, or shall be distributed to the Federal, state or local government for a public purpose. 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 organization is then located, exclusively for such purposes.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 29th day of April, 1996.


Fred Uphoff, Incorporator

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

FILED
96 MAY 13 PM 12:41
SECRET
TALLAHASSEE, FLORIDA

The foregoing instrument was acknowledged before me this 27th day of April, 1996, by Fred Uphoff

✓ who is personally known to me or
who produced FL. D.L. U110-247-44-303-0 as identification

and who did/did not take an oath.

Sharron K. Cosby
NOTARY PUBLIC, State of Florida



ACCEPTANCE OF RESIDENT AGENT

I hereby accept designation as registered agent of Highlighting Hillsborough, Inc.

Dated: April 27th, 1996.

Fred Uphoff
FRED UPHOFF, Resident Agent