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Randi S. Tompkins, PA.

Requestor's Name

4800 N. Fed. Highway

Suite # 100-D Address

Boca Raton FL 33431

City/State/Zip

Phone #

800002334678--8

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AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
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<input type="checkbox"/>	Limited Partnership
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<input type="checkbox"/>	Other

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97 OCT 31 PM 12:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 13, 1997

RANDI S. TOMPKINS, P.A.
4800 N. FEDERAL HIGHWAY
SUITE 100-D
BOCA RATON, FL 33431

SUBJECT: S.A.V.E. CORP.
Ref. Number: W97000023330

We have received your document for S.A.V.E. CORP. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

NO CHECK WAS ENCLOSED.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6067.

Neysa Culligan
Document Specialist

Letter Number: 397A00050021

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**ARTICLES OF INCORPORATION
FOR
S.A.V.E. CORP.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned person, acting as incorporator of a corporation not for profit under the Florida Not For Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of the corporation is **S.A.V.E. Corp.**

ARTICLE II - EFFECTIVE DATE

Corporate existence shall begin upon the filing of these Articles with the Secretary of State of Florida.

ARTICLE III - DURATION

The corporation shall have perpetual duration.

ARTICLE - IV

The corporation is organized to operate exclusively for charitable and educational purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue law) and more specifically:

- (a) to promote more effective mental understandings, decisions and behaviors in children and to enhance self esteem in children;
- (b) to teach children to utilize their talents and direct their energies to benefit society and themselves;
- (c) to advocate the adoption of school uniform policies which would promote school safety, improve discipline and enhance the learning environment;
- (d) to hold meetings, seminars and other activities for children and the public at large which shall focus on improving the attitudes of children;
- (e) to aid, work with and participate in the activities of other organizations, individuals and public and private entities engaged in similar purposes;
- (f) to solicit and receive and administer funds for educational purposes and to that end to take and hold by bequest, devise, gift, grant, purchase, lease or otherwise, either

personal, tangible or intangible, or any undivided interest therein, without limitation as to amount of value; to sell, convey or otherwise dispose of any such property and to invest, reinvest or deal with the principal or the income thereof in such manner as, in the judgment of the corporation's directors, will best promote the purposes of the corporation without limitation, except such limitation, if any as may be contained in the instrument under which such property is received, the bylaws of the corporation, or any laws applicable thereto.

In addition, in furtherance but not in limitation thereof,

The corporation shall not carry on propaganda or otherwise attempt to influence legislation except as an insubstantial part of its activities. The corporation shall not engage in any transaction or permit any act or omission which shall operate to deprive it of its tax-exempt status under Section 501 (c) (3) of the Code. The corporation shall not in any manner or to any extent participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office, nor shall it engage in any "prohibited transaction" as defined in Section 503 (6) of the Internal Revenue Code of 1986. In the event of dissolution or liquidation of the corporation, any assets then remaining shall be distributed among such other organizations as shall qualify at the time as exempt organizations described in Code Section 501 (c) (3) as the Board of Directors shall determine, such assets to be used for purposes consistent with those described in the immediately preceding subparagraphs lettered (a) through (f).

No part of the net earnings of the corporation shall inure to the benefit of any member of the corporation or other private individual except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered herein. None of the property of the corporation shall be distributed directly or indirectly to any member of the corporation except in fulfillment of its charitable and educational purposes enumerated herein.

The corporation also has such powers as are now or may hereafter be granted under the laws of the State of Florida that are in furtherance of the corporation's exempt purposes within the meaning of Sections 501 (c) (3) of the Internal Revenue Code of 1986 or the corresponding section of any future federal tax codes.

ARTICLE V - CORPORATE ADDRESS

The initial street address of the principal office of the corporation shall be:

9900 West Sample Road
Suite 300
Coral Springs, Florida

and the initial mailing address of the corporation shall be the same.

ARTICLE VI - REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is **Randi S. Tompkins, P.A., 4800 N. Federal Highway, Suite 100-D, Boca Raton, Florida 33431**. The initial registered agent at such address is **Randi S. Tompkins, P.A.**

ARTICLE VII - BOARD OF DIRECTORS

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a Board of Directors. The numbers of Directors of the corporation shall be set forth in the bylaws but shall not be less than the minimum number required by state law and, initially, shall be three (3). The term of office and manner of selecting and removing Directors shall be set forth in the bylaws. The initial Directors shall be:

**Michael Riskus
285 S.W. 6th Street
Boca Raton, Florida 33432**

**Jerry Lehman
5835 N.W. 21st Way
Boca Raton, Florida 33496**

**Gerald M. Florence
5188 Deerhurst Crescent Circle
Boca Raton, Florida 33486**

ARTICLE VIII - MEETINGS

Regular Board of Directors meetings shall be held at a time and place specified by the President, or at such place or places as the Board of Directors may designate from time to time by resolution.

ARTICLE IX - ACTION WITHOUT MEETING

Any action required or permitted to be taken by the Board of Directors under any provision of the law may be taken without a meeting, if all the members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law that relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting and that the articles of incorporation of this corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

ARTICLE X - INCORPORATOR

The name and street address of the incorporator is:

**Michael Riskus
285 S.W. 6th Street
Boca Raton, Florida 33432**

ARTICLE XI - OFFICERS

The corporation shall have the following officers: President, Treasurer, Secretary, and such other officers as the bylaws of this corporation may authorize. The qualifications, duties, method of selection and term of office for each officer shall be as set forth in the bylaws.

ARTICLE XII - BYLAWS

The bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, in accordance with the procedures set forth in the bylaws. Until bylaws shall be adopted providing for an alternative procedure, such action may be by a resolution of the Board of Directors.

ARTICLE XIII - AMENDMENTS

These articles of incorporation may be amended by affirmative vote of two thirds of the total membership of the Board of Directors or, alternatively, as provided by law.

The undersigned a natural person, being the incorporator of this corporation for the purpose of formation of this not for profit corporation under the Laws of Florida, has executed these Articles of Incorporation this 8 day of OCT, 1997.


Michael Riskus

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is : **S.A.V.E. Corp.**
2. The name of the registered agent and office is:

Randi S. Tompkins, P.A.
4800 N. Federal Highway
Suite 100-D
Boca Raton, Florida 33431

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Randi S. Tompkins, P.A.


Randi S. Tompkins, President

DATE: 10/8/97

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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