SUITE 1800

NEW RIVER CENTER

200 EAST LAS OLAS BOULEVARD

FORT LAUDERDALE, FLORIDA 33301-2209

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THOMAS J. ANSBRO DAVID F. HANLEY KENNETH J. JOYCE CHRISTOPHER M. TRAPANI JOHN A. WALKER SEAN L. WILSON

January 7, 1998

JOHN R. TATUM (1926-1995)

AMY R. REECK (OF COUNSEL)

+ BOARD CERTIFIED BUSINESS LITIGATION LAWYER \* BOARD CERTIFIED REAL ESTATE LAWYER ++ BOARD CERTIFIED MARITAL AND FAMILY LAWYER

Via Federal Express

Florida Secretary of State Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399

Articles of Correction of Chuckers For Children's Charities, Inc.

File No.: N97000007118

To Whom It May Concern:

Please find enclosed the original Articles of Correction for Chuckers For Children's Charities, Inc, correcting misstatements in the Corporation's Articles of Incorporation.

The Articles of Incorporation were filed with the Secretary of State on December 23, 1997. Accordingly, the deadline for filing these Articles of Correction is January 8, 1998.

Also enclosed is this firm's trust account check payable to the Secretary of State in the amount of \$35.00. Please update this Corporation's records accordingly.

If any additional information or documentation is required to process this Fe contact the undersigned.

Very truly yours,

Christopher M. Trapani Art Coruch

CMT/ka Enclosures

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# ARTICLES OF CORRECTION OF CHUKKERS FOR CHILDREN'S CHARITIES, INC.

#### A FLORIDA NOT FOR PROFIT CORPORATION



Pursuant to the provisions of Florida Statutes §617.0124, this corporation adopts the following Articles of Correction relating to its Articles of Incorporation.

### ARTICLE I DOCUMENT CORRECTED

The document being corrected by these Articles is this Corporation's Articles of Incorporation, filed on December 23, 1997.

### ARTICLE II NATURE OF INCORRECT STATEMENT

The statements being corrected by these Articles are the title of the Articles of Incorporation and Article I of the Articles of Incorporation which incorrectly sets forth the name of this Corporation as "CHUCKERS FOR CHILDRENS' CHARITIES, INC."

## ARTICLE III CORRECTED STATEMENT

The correct name of this Corporation is "CHUKKERS FOR CHILDREN'S CHARITIES, INC.", and these Articles are intended to correct all misstatements of the name of this Corporation in the original Articles of Incorporation. A copy of Corrected Articles of Incorporation are attached hereto as Exhibit "A".

#### ARTICLE IV

As of the date of filing of these Articles of Correction, no directors were appointed by the incorporator of this Corporation and no Organizational Meeting had taken place.

IN WITNESS WHEREOF, I have subscribed my name this 5th day of January, 1998.

CHRISTOPHER M. TRAPANI, Incorporator

STATE OF FLORIDA	)		
COUNTY OF BROWARD	) ss:		
The foregoing instrur	nent was aoknowledged before	me this 5th	day of Januar

The foregoing instrument was acknowledged before me this 5th day of January, 1998, by Christopher M. Trapani, who is [v] personally known to me, or [ ] who has produced as identification, and who did not take an oath, and who acknowledged before me that he executed the same as his free and voluntary act for the uses and purposes therein set forth.

NOTARY PUBLIC, State of Florida

Seal:

KIMBERLY ABBATE
MY COMMISSION # CC 511651
EXPIRES: November 26, 1999
Bonded Thru Notary Public Underwriters

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## CORRECTED ARTICLES OF INCORPORATION OF CHUKKERS FOR CHILDREN'S CHARITIES, INC.

#### A FLORIDA NOT-FOR-PROFIT CORPORATION

#### ARTICLE I NAME

The name of the Corporation is Chukkers for Children's Charities, Inc.

## ARTICLE II DURATION

The term of existence of the Corporation is perpetual, and the corporate existence will commence on the filing of these Articles by the Department of State.

## ARTICLE III PURPOSE

The Corporation is organized exclusively for one or more of the following purposes: religious, charitable, scientific, testing for public safety, literary, or educational purposes, or to foster national or international amateur sports competition (but only if no part of its activities involve the provision of athletic facilities or equipment), or for the prevention of cruelty to children or animals, as specified in §501(c)(3) of the Internal Revenue Code of 1986.

- (a) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any member, trustee, director, or officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation), and no member, trustee, director, or officer of the Corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.
- (b) No substantial part of the activities of the Corporation shall be carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Internal Revenue Code §501(h)), or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.
- (c) Notwithstanding any other provisions of these articles of incorporation, the Corporation shall not carry on any activities not permitted to be carried on (i) by a corporation exempt from Federal income tax under §501(c)(3) of the Internal Revenue Code of 1986 or (ii) by a corporation contributions to which are deductible under §170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

(d) In the event of the liquidation, dissolution, or winding up of the Corporation, whether voluntary or involuntary or by operation of law, all of the remaining assets and property of the Corporation shall, after necessary expenses thereof, be distributed to organizations which qualify as tax-exempt organizations under §501(c)(3) of the Internal Revenue Code of 1986, as amended.

## ARTICLE IV DIRECTORS

There shall be not less than three (3) members of the Board of Directors of the Corporation and not more than ten (10). Directors may be elected from time to time by the majority vote of Directors then serving.

The names and addresses of the persons who are to serve as Directors until the first election thereof, as appointed by the Incorporator, are as follows:

Bobby Genovese

2424 N. Federal Highway, Ste. 101

Boca Raton, Florida 33431

Heather Acheson

2424 N. Federal Highway, Ste. 101

Boca Raton, Florida 33431

Judy DiEdwardo

524 Eastwind Drive

North Palm Beach. Florida 33408

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all 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 which 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 and the Bylaws of this Corporation authorize the Board to so act. Such a statement shall be prima facie evidence of such authority.

#### ARTICLE V PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and mailing address of the Corporation shall be at 2424 North Federal Hwy, #101, Boca Raton, Florida 33431.

#### ARTICLE VI REGISTERED OFFICE AND AGENT

The initial registered office of the Corporation shall be located at Brinkley, McNerney, Morgan, Solomon & Tatum, LLP, 200 East Las Olas Blvd., Ste. 1800, Fort Lauderdale, Florida 33301. The initial registered agent of the Corporation at that address shall be Christopher M. Trapani.

#### ARTICLE VII MEMBERSHIP

Unless otherwise provided in the Corporation's Bylaws, the Corporation shall not have any members, and shall be considered a non-membership organization.

#### ARTICLE VIII MEMBERSHIP CONTROL

The Corporation shall be governed by its Board of Directors; the Directors of which shall serve indefinitely, unless sooner removed by their own resignation or by the majority vote of a quorum of the Board of Directors. As such, any applicants elected to the membership of the Corporation pursuant to the Bylaws of the Corporation shall be without right or entitlement to vote on any corporate matter, whether or not such matter requires the vote of members or shareholders under Florida Statute Chapters 617 or 607. The Board of Directors may, however, delegate so much of its authority to officers of the Corporation, committees composed of members, if any, Directors, officers, or individuals, or any combination thereof, as it deems advisable to fulfill its tax exempt purposes.

## ARTICLE IX NONSTOCK CORPORATION

The Corporation shall be considered organized on a nonstock basis, and, therefore, certificates of shares of stock in the Corporation shall not be issued.

## ARTICLE X BYLAWS

The first Bylaws of the Corporation will be adopted by the Board of Directors named herein. Upon proper notice, the Bylaws may be amended, altered, or rescinded by the affirmative vote of fifty-one (51%) percent of the Board of Directors.

#### ARTICLE XI AMENDMENTS

These articles of Incorporation may be amended at any meeting of the Board of Directors, by the affirmative vote of fifty-one (51%) percent of its members, at any regular meeting or at any special meeting called for that purpose, provided that such proposed amendments shall be plainly stated in the call for the meeting in which they are to be considered.

## ARTICLE XII INCORPORATOR

The name and residence address of the subscriber of these Articles of Incorporation is:

Christopher M. Trapani

200 East Las Olas Blvd., Suite 1800 Fort Lauderdale, Florida 33301

IN WITNESS WHEREOF, we have subscribed our names this \_\_\_\_\_\_ day of January, 1998.

Christopher M. Trapani, Incorporator

STATE OF FLORIDA ) ss:

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this <u>5</u> day of January, 1998, by Christopher M. Trapani, as Incorporator, [X] who is personally known to me and who did not take an oath, and who acknowledged before me that he executed the same as his free and voluntary act for the uses and purposes therein set forth.

NOTARY PUBLIC, State of Florida

Seal: