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CONTACT: SUSAN OSBORNE  
PHONE: (954)761-2910 FAX #: (954)764-4996

NAME: BROWARD SCHOLARSHIP FUND, INC.  
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May 18, 1998

RUDEN MCCLOSKY SMITH ET AL.

SUBJECT: BROWARD SCHOLARSHIP FUND, INC.  
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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

**ARTICLES OF INCORPORATION**  
**OF**  
**BROWARD SCHOLARSHIP FUND, INC.**  
**(A Not For Profit Corporation)**

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The undersigned, acting as Incorporator of BROWARD SCHOLARSHIP FUND, INC., a corporation under the Florida Not For Profit Corporation Act, hereby adopts the following Articles of Incorporation for such Corporation:

**ARTICLE I**

**NAME**

The name of the Corporation shall be BROWARD SCHOLARSHIP FUND, INC. The address and principal office of the Corporation shall be located at 15825 SW 3rd Court, Pembroke Pines, Florida 33027.

**ARTICLE II**

**PURPOSE**

The purpose of the Corporation is to operate exclusively as a charitable corporation within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, by promoting educational opportunities at educational institutions located in Broward County, Florida, by providing financial assistance or otherwise, primarily to enable individuals to attend Broward Community College.

**ARTICLE III**

**LIMITATIONS**

A. No earnings of the Corporation shall inure in whole or in part to the benefit of private individuals, except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes.

Prepared by: Thomas O. Katz, Esq., FL Bar #35836  
Ruden McClosky, Et al., P. O. Box 1900  
Fort Lauderdale, Florida 33301  
(954) 764-6660

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B. No substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation.

C. Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 and its regulations, as they now exist or as they may hereafter be amended, or by an organization contributions to which are deductible under Section 170(c)(2) of such Code and regulations as they now exist or as they may hereafter be amended.

D. In the event that the Corporation is deemed to be a "private foundation" within the meaning of Section 509 of the Internal Revenue Code of 1986, as amended, then:

1. The Corporation will distribute its income for each tax year at such time and in such manner so that it will not become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any later federal tax laws.

2. The Corporation will not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any later federal tax laws.

3. The Corporation will not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any later federal tax laws.

4. The Corporation will not make any investments in a manner that would subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any later federal tax laws.

Prepared by: Thomas O. Katz, Esq., FL Bar #355836  
Ruden McClosky, Et al., P. O. Box 1900  
Fort Lauderdale, Florida 33301  
2 (954) 764-6660

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5. The Corporation will not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any later federal tax laws.

#### ARTICLE IV

##### DISTRIBUTION OF SURPLUS ON LIQUIDATION

Upon the liquidation, dissolution or other discontinuance of the charitable activities and operations of the Corporation, no surplus remaining after payment of the just debts and liabilities of the Corporation shall be distributed to or among the Directors of the Corporation, but after making provision for the payment of all of the liabilities of the Corporation, the remaining assets shall be distributed, as selected by the Board of Directors, to such other organization or organizations as are exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue law.

#### ARTICLE V

##### INCORPORATOR

The name of the Incorporator of this Corporation is TERESA L. DENTON, and the address of said Incorporator is 15825 SW 3rd Court, Pembroke Pines, Florida 33027.

#### ARTICLE VI

##### BOARD OF DIRECTORS

The Board of Directors shall be elected by in a manner as provided for in the Bylaws of the Corporation.

Prepared by: Thomas O. Katz, Esq., FL Bar #355836  
Ruden McClosky, Et al., P. O. Box 1900  
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3 (954) 764-6660

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ARTICLE VIIBY-LAWS

By-Laws shall be adopted, altered, amended or repealed by majority vote of the Board of Directors and as provided in the By-Laws themselves. The By-Laws may contain any provision for the regulation and management of the affairs of the Corporation not inconsistent with Florida law or the Articles of Incorporation.

ARTICLE VIIIREGISTERED OFFICE AND AGENT

The street address of the registered office of the Corporation is 15825 SW 3rd Court, Pembroke Pines, Florida 33027, and the name of the registered agent of the Corporation at that address is TERESA L. DENTON.

IN WITNESS WHEREOF, the Incorporator has hereunto fixed his signature this 15 day  
of May, 1998.



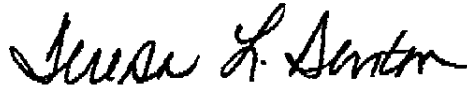
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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The UNDERSIGNED, named as the registered agent in Article XI of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with and accepts the obligations imposed upon registered agents under the Florida Not For Profit Corporation Act.



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Teresa L. DentonDated: 5/15/98

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