

N 99000001501

TRANSMITTAL LETTER

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

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-03/11/99--01005--003
*****87.50 *****87.50

SUBJECT: MANDY CARES FOUNDATION, INC.

Enclosed is an original and one (2) copies of the articles of incorporation and a check for \$87.50.

FROM: Muriel Mandy Dawson
33 Northeast 2nd Street
Suite 209
Fort Lauderdale, Florida 33301-1033

FILED
99 MAR 10 PM 4:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
MANDY CARES FOUNDATION, INC.
A FLORIDA NONPROFIT CORPORATION**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED

ARTICLE I. NAME. The name of the Corporation is Mandy Cares Foundation, Inc.

ARTICLE II. PRINCIPAL OFFICE. The principal place of business and mailing address of this corporation shall be 33 Northeast 2nd Street, Suite 209, Fort Lauderdale, Florida 33301-1033.

ARTICLE III. DURATION. The duration of the Corporation is perpetual.

ARTICLE IV. PURPOSE. The purpose of the corporation is as follows:

A. This corporation is a not-for-profit corporation organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person. The specific purpose of this corporation is to provide students with college financial assistance, exclusively by providing scholarships;

B. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations.

C. Provided, however, that the corporation shall not engage in any action which is not permitted to be carried on by nonprofit corporations under the Internal Revenue Code and no part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors, or officers; but the Corporation shall be authorized and empowered to pay reasonable compensation to these people for services rendered, and to make payments and distributions in furtherance of its stated purposes.

ARTICLE V. INITIAL REGISTERED AGENT AND OFFICE. The initial registered agent is Patrick A. Scott, and the initial registered office is Suite 707 Biscayne Building, 19 West Flagler Street, Miami, Florida 33130.

ARTICLE VI. MANNER OF ELECTION OF DIRECTORS. The method of election of the board of directors shall be stated in the Bylaws.

ARTICLE VII. INCORPORATOR. The name and address of the incorporator of this corporation is Muriel Mandy Dawson-White. The incorporator's mailing address is 33 Northeast 2nd Street, Suite 209, Fort Lauderdale, Florida 33301-1033.

ARTICLE VIII. 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

Articles of Incorporation
Mandy Cares Foundation, Inc.
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TALLAHASSEE FLORIDA

membership certificates if so provided in the Bylaws.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 10th day of March, 1999.

Muriel Mandy Dawson-White Date 3/10/99
Muriel Mandy Dawson-White
Incorporator

**STATE OF FLORIDA)
COUNTY OF LEON)**

Before me personally appeared Muriel Mandy Dawson-White, to me well known, or did present her Florida Driver License number X and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that she executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 10th day of March, 1999.

Lisa A. Wiggins
Notary Public, State of Florida at Large
My Commission expires:
(SEAL)



Lisa A. Wiggins
MY COMMISSION # CC632080 EXPIRES
March 23, 2001
ACCEPTANCE BY REGISTERED AGENT
BONDED THRU TROY FAIN INSURANCE, INC.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificated, 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.

Patrick A. Scott Date March 10, 1999
Patrick A. Scott
Registered Agent