

N990000002760

Melinda Paniagua Riddle

Attorney at Law

ADMITTED IN FLORIDA AND INDIANA

2500 Airport Road South, Suite 311, Naples, Florida 34112
Phone: (941) 530-2420 - Fax: (941) 530-2423

April 27, 2001

VIA FEDEX

Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

RE: LABPA Education Foundation, Inc.

Dear Madam/Sir:

Enclosed are the following:

1. Amended Articles of Incorporation, with check in the amount of \$43.75 (\$35.00 filing fee; \$8.75 certified copy fee).
2. 2001 Uniform Business Report, with attachment for entire list of directors; and check in the amount of \$61.25.

Please make sure to file the Amended Articles FIRST, and the UBR thereafter. If you have any questions, please do not hesitate to contact me.

Sincerely,

Melinda P. Riddle

Melinda P. Riddle

MPR:wkp
Enclosures

*Amend
5-18-01
MAS*

FILED
01 MAY 18 PM 12:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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*****43.75 *****43.75

Melinda Paniagua Riddle

Attorney at Law

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*2500 Airport Road South, Suite 311, Naples, Florida 34112
Phone: (941) 530-2420 - Fax: (941) 530-2423*

May 15, 2001

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

RE: LABPA EDUCATION FOUNDATION, INC.
Ref. Number: N99000002760

Dear Mr. Spitler:

In accordance with your correspondence dated May 9, 2001, copy of which is attached, enclosed please find the amended articles of incorporation for the above organization, including the statements that there are no members entitled to vote and the date of adoption of the amendment.

Thank you and please advise when the amended articles have been filed.

Sincerely,



Melinda P. Riddle

MPR/wkp

Encl. as indicated

RECEIVED
01 MAY 18 AM 11:46
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 9, 2001

MELINDA PANIAGUA RIDDLE
SUITE 311
2500 AIRPORT ROAD SOUTH
NAPLES, FL 34112

COPY

SUBJECT: LABPA EDUCATION FOUNDATION, INC.
Ref. Number: N99000002760

We have received your document for LABPA EDUCATION FOUNDATION, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

Please return 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) 487-6957.

Doug Spitler
Document Specialist

Letter Number: 801A00028066

AMENDED ARTICLES OF INCORPORATION

OF

LABPA EDUCATION FOUNDATION, INC.

FILED

01 MAY 18 PM 12:46

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned natural person, acting as incorporator of a corporation under the Florida Not for Profit Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I

Name:

The name of the corporation is LABPA Education Foundation, Inc.

ARTICLE II

Principal Office

The principal office of LABPA Education Foundation, Inc., shall be located in Naples, Collier County, Florida, with an initial address of c/o Melinda P. Riddle, Esq., 2500 South Airport Road, Suite 311, Naples, Florida, 34112.

ARTICLE III

Effective Date

The effective date of the corporation, LABPA Education Foundation, Inc., is May 1, 1999.

ARTICLE IV

Duration

The duration of the corporation shall be perpetual.

ARTICLE V

Purposes

The purposes for which the corporation is organized are to raise funds for the purpose of supporting and promoting the education of the relevant community by way of scholarships, and shall include any lawful activity or function consistent therewith, and within the purposes for which a corporation may be organized under the Florida Not For Profit Corporation Act, Chapter 617 of the Florida Statutes, as well as to promote awareness and community support for the corporation's activities and functions.

ARTICLE VI

Members

The number or classes of members, the designation of the classes and their qualifications and

rights shall be as stated in the bylaws of the corporation. The corporation may issue membership certificates. The frequency, notice, conduct, voting, and quorum requirements for members' meetings shall be as determined in the bylaws of the corporation.

ARTICLE VII

Directors

The affairs of the corporation shall be managed by a Board of Directors whose number and qualifications shall be fixed by the Bylaws, but shall be no less than three (3). The number of directors constituting the initial Board of Directors shall be three (3). The name and address of the initial Directors are:

Melinda P. Riddle
2500 S. Airport Rd., Ste 311
Naples, FL 34112

Mirna Perez-Pearson
2031 Swainsons Run
Naples, FL 34105

Yvette L. Saco
2004 Sheffield Ave.
Marco Island, FL 34145

The initial Board of Directors shall serve until the election and qualification of the Board of Directors of the corporation.

ARTICLE VIII

Limitation on Activities

The corporation shall not directly or indirectly engage in any of the following transactions with any political organization or other exempt organization (other than a 501(c)(3) organization): (a) grants; (b) purchases or sales of assets; (c) rental of facilities or equipment; (d) loans or loan guarantees; (e) reimbursement arrangements; (f) performance of services, membership, or fundraising solicitations; or (g) sharing of facilities, equipment, mailing lists or other assets, or paid employees.

ARTICLE IX

Registered Office and Agent

The address of the initial registered office of the corporation is 2500 South Airport Road, Suite 311, Naples, Florida, 34112, and the name of its initial registered agent at such address is Melinda P. Riddle.

ARTICLE X

Incorporator

The name and address of the incorporator is Melinda P. Riddle, 2500 South Airport Road, Suite 311, Naples, Florida, 34112.

ARTICLE XI

Distribution of Assets Upon Dissolution

- a. The organization is organized exclusively for charitable, religious, educational, and/or scientific

purposes under Section 501(c)(3) of the Internal Revenue Code.

b. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

c. Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as such court shall determine which is organized and operated exclusively for such purposes.

ARTICLE XII

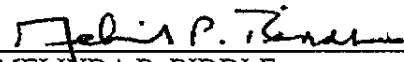
Members Entitled to Vote

There are no members entitled to vote on the amendment.

ARTICLE XIII

Date of Adoption

The date of adoption of the amendment by the Board of Directors is October 1, 2000.

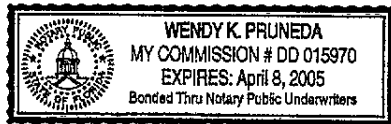

MELINDA P. RIDDLE
registered agent / D

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 15th day of May, 2001, by
MELINDA P. RIDDLE, who is personally known to me, and who did not take an oath.

SWORN TO AND SUBSCRIBED before me this 15th day of May, 2001.

(SEAL)



A large, stylized handwritten signature in black ink, appearing to read "Wendy K. Pruneda".

Signature of Notary

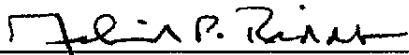
Name of Notary Printed: Wendy K. Pruneda

CERTIFICATE OF ACCEPTANCE OF DESIGNATED
REGISTERED AGENT AND REGISTERED OFFICE

In Compliance with Section 48.091, Florida Statutes and Section 617 of the Florida Not For Profit

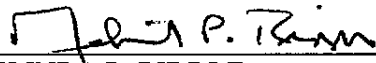
Act, the following is submitted:

1. That LABPA Education Foundation, Inc., desiring to organize under the laws of the State of Florida, has named MELINDA P. RIDDLE, located at 2500 South Airport Road, Suite 311, Naples, Florida, 34112, as its agent to accept service of process within the State of Florida.



MELINDA P. RIDDLE, Incorporator
Dated: May 15, 2001

2. That, having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity; I am familiar with and accept the obligations of Section 617 of the Florida Not for Profit Corporation Act and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



MELINDA P. RIDDLE
Registered Agent
Dated: May 15, 2001