



January 3, 2008

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

FOUNDATION FOR FOSTER CHILDREN, INC.  
645 CLAYTON STREET  
ORLANDO, FL 32804

The Articles of Incorporation for FOUNDATION FOR FOSTER CHILDREN, INC. were filed on January 2, 2008, and assigned document number N0800000046. Please refer to this number whenever corresponding with this office.

Enclosed is the certification requested. To be official, the ~~certification for a certified copy must be attached to the original document that was electronically submitted and filed under FAX audit number H08000000763.~~

A corporation annual report/uniform business report will be due this office between January 1 and May 1 of the year following the calendar year of the file/effective date year. A Federal Employer Identification (FEI) number will be required before this report can be filed. Please apply NOW with the Internal Revenue Service by calling 1-800-829-4933 and requesting form SS-4 or by going to their website at [www.irs.ustreas.gov](http://www.irs.ustreas.gov).


Please be aware if the corporate address changes, it is the responsibility of the corporation to notify this office.

Should you have questions regarding corporations, please contact this office at (850) 245-6928.

Tim Burch  
Regulatory Specialist II  
New Filings Section  
Division of Corporations

Letter Number: 608A00000302

P.O BOX 6327 - Tallahassee, Florida 32314



State of Florida

Department of State

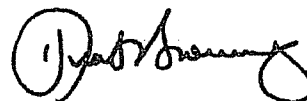
I certify the attached is a true and correct copy of the Articles of Incorporation of FOUNDATION FOR FOSTER CHILDREN, INC., a Florida corporation, filed on January 2, 2008, as shown by the records of this office.

I further certify the document was electronically received under FAX audit number H08000000763. This certificate is issued in accordance with section 15.16, Florida Statutes, and authenticated by the code noted below

The document number of this corporation is N08000000046.

Authentication Code: 608A00000302-010308-N08000000046-1/1

Given under my hand and the  
Great Seal of the State of Florida,  
at Tallahassee, the Capital, this the  
Third day of January, 2008



Kurt S. Browning  
Secretary of State

Florida Department of State  
 Division of Corporations  
 Public Access System

Electronic Filing Cover Sheet

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(((H08000000763 3)))



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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**Foundation for Foster Children, Inc.**

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**ARTICLES OF INCORPORATION  
OF  
FOUNDATION FOR FOSTER CHILDREN, INC.**

The undersigned incorporator, being competent to contract, subscribes to these Articles of Incorporation to form a corporation not-for-profit under the laws of the State of Florida.

ARTICLE I - Name

The name of the Corporation shall be FOUNDATION FOR FOSTER CHILDREN, INC. (the "Corporation").

ARTICLE II - Principal Office and Mailing Address

The address of the principal office and the mailing address of the Corporation is 645 Clayton Street, Orlando, Florida 32804.

ARTICLE III - Purpose

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A. The Corporation is organized exclusively for charitable, religious, scientific, educational, or literary purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations 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) (the "Code"). The primary purpose of the Corporation is to enrich the lives of children in foster care.

B. The Corporation is organized for purposes of engaging in any activity or business permitted under the laws of the United States and of the State of Florida and shall have all of the powers enumerated in the Florida Not For Profit Corporation Act, as the same now exists and as hereafter amended, and all such other powers as are permitted by applicable law; provided, however, that the Corporation shall not engage in any activity in which corporations qualified as exempt organizations under Section 501(c)(3) of the Code are not permitted to engage.

C. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, the Corporation's directors, officers, or other private persons, except that the Corporation 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 this Article. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

D. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by (i) a corporation exempt from federal income tax under Section 501(c)(3) of the Code, or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

E. In the event the Corporation is classified as a private foundation under Section 509 of the Code, (i) the Corporation shall distribute its income each taxable year at such time and in such manner as not to subject itself to tax under Section 4942 of the Code, and (ii) the Corporation shall not engage in any act of self-dealing (as defined in Section 4941(d) of the Code), retain any excess business holdings (as defined in Section 4943(c) of the Code), make any investments in such manner as to subject itself to tax under Section 4944 of the Code, nor make any taxable expenditures (as defined in Section 4945(d) of the Code).

#### ARTICLE IV - Term of Existence

The effective date upon which the Corporation shall come into existence shall be the date of filing of these Articles, and it shall exist perpetually thereafter unless dissolved according to law.

#### ARTICLE V - Initial Registered Office and Agent

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The street address of the initial registered office of the Corporation is 2807 Edgewater Drive, Orlando, Florida 32804 and the name of the initial registered agent of the Corporation at that address is Laura Cosgrove.

#### ARTICLE VI - Directors

A. The method of election of directors shall be stated in the Bylaws of the Corporation. The initial number of directors of the Corporation shall be four.

B. The number of directors may be either increased or diminished from time to time by the Board of Directors in accordance with the Bylaws of the Corporation, but there shall always be at least three directors.

C. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at any annual or special meeting thereof. The Board of Directors may authorize and require the payment of reasonable expenses incurred by directors in attending meetings of the Board of Directors.

D. Nothing in this Article shall be construed to preclude the directors from serving the Corporation in any other capacity and receiving compensation therefor.

E. The names and street addresses of the initial members of the Board of Directors are:

<u>Name</u>	<u>Street Address</u>
Michelle Carlton	1143 Preserve Point Drive Winter Park, FL 32789
Catherine Kirkpatrick	2807 Edgewater Drive Orlando, Florida 32804
Lara Lee	2807 Edgewater Drive Orlando, Florida 32804
Laura Cosgrove	370 Waterfall Lane Winter Park, FL 32789

F. Directors shall be elected, appointed, and removed as provided in the Bylaws of the Corporation.

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ARTICLE VII - Incorporator

The name and street address of the incorporator signing these Articles is:

<u>Name</u>	<u>Street Address</u>
Laura Cosgrove	2807 Edgewater Drive Orlando, Florida 32804

ARTICLE VIII - Amendment to Articles

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE IX - Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors.

ARTICLE X - Dissolution

A. 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 in a manner not inconsistent with the purposes of the Corporation, including to such organization or organizations organized and operated exclusively for tax-exempt purposes, as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, as the Board of Directors shall determine.

B. Any assets not disposed of by the Board of Directors as provided herein, shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the Corporation is then located, exclusively for tax-exempt purposes or to such organizations, which are organized and operated exclusively for tax-exempt purposes and which qualify as an exempt organization under Section 501(c)(3) of the Code.

18<sup>th</sup> WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this December day of 2007.

By: Laura Cosgrove  
Laura Cosgrove

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned is familiar with the obligations of the registered agent and hereby accepts the appointment to serve as the initial Registered Agent of FOUNDATION FOR FOSTER CHILDREN.

By: Laura Cosgrove  
Laura Cosgrove

Dated the 18<sup>th</sup> day of December, 2007.