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April 17, 2009

Ms. Christie Hess, Director and Registered Agent
Ms. Susan Long, Director
Mr. Randy Baron, Director
Seminole Heights Foundation, Inc.
1011 E. Broad St.
Tampa, FL 33604

Re: *Seminole Heights Foundation, Inc.*

Dear Seminole Heights Foundation Board Members:

I represent the Old Seminole Heights Neighborhood Association ("OSHNA") and am writing on its behalf. It has come to my attention that you recently formed your organization, the Seminole Heights Foundation ("SHF"), incorporated with the State of Florida, and applied for 501(c)(3) tax exempt status. While working towards the betterment of the community is a noble undertaking, your actions, as well as the motivation behind those actions, cause OSHNA a number of concerns.

The SHF board members are also all members of OSHNA, and in fact have all served in an executive capacity at one time or another. Consequently, you are all aware that OSHNA is in the process of establishing its own 501(c)(3) organization, and has been since at least 2008 when the Board, under the Presidency of Susan Long, voted to establish a 501(c)(3). You were also privy to discussions which took place between OSHNA and its attorneys at Gray-Robinson, including attorney Mike Nolan. Those conversations, which are and continue to be bound by attorney-client privilege, specifically addressed issues related to the formation of a 501(c)(3). OSHNA has not authorized those discussions to be divulged to any outside entity, and if you have divulged attorney-client communications without its authorization, you can be held liable.

Additionally, you were also present at the OSHNA Board meetings where the formation of the 501(c)(3) was discussed. Since you were at those meetings, you learned that OSHNA had developed a plan for implementing its ideas, including the name and website address OSHNA contemplated using.

Inexplicably, and without any notice to OSHNA, you usurped virtually every idea OSHNA had been contemplating with respect to the 501(c)(3), including incorporating the name "Seminole Heights Foundation" on March 10th despite knowing that was the name OSHNA had already decided to use. You also usurped the website name seminoleheightsfoundation.org, which you registered on February 26th. The fact that you did so through an anonymous proxy demonstrates even more clearly your underhanded and illegitimate motive. Additionally, presumably to ensure you usurped any opportunity OSHNA had, Ms. Hess also registered oldseminoleheightsfoundation.org in the afternoon of March 17th, just hours before the regularly scheduled OSHNA Board meeting. Again, demonstrating the illegitimacy and underhandedness of your actions, you even attended and participated in that meeting without mentioning that you had already incorporated the Foundation and registered two websites.

Your actions have had several deleterious results. First, the creation of the Foundation has caused confusion among the public, members of the community, and members of the media, all of whom have developed the erroneous belief that the Foundation is affiliated with OSHNA. Secondly, you have knowingly and deliberately breached your fiduciary responsibility to OSHNA, impermissibly disclosed privileged communications, and usurped corporate responsibilities. Finally, you have engaged in subversive activity which is detrimental to OSHNA and contrary to your membership in the organization. The result of these actions is that you have exposed the Foundation and yourselves individually to legal liability. Although it has not yet chosen to avail itself of this option, OSHNA may seek temporary and permanent injunctions against you and the Foundation. Should it do so successfully, you may be liable for damages and attorneys' fees.

OSHNA does not at this point wish to engage in a protracted and costly litigation dispute. It would prefer to resolve this situation without the necessity of court action. Therefore, on behalf of my client, demand is hereby made that the Foundation, and each of its Directors, immediately cease and desist all actions which are subversive and injurious to OSHNA. Specifically, OSHNA demands that you take the following actions:

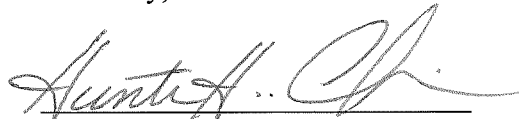
- Assign to OSHNA the website seminoleheightsfoundation.org;
- Assign to OSHNA the website oldseminoleheightsfoundation.org;
- Publish a statement that Seminole Heights Foundation was not created by, and is not affiliated with, OSHNA;

- Wind down and dissolve Seminole Heights Foundation, Inc., or alternatively, change the name to something which does not cause confusion among the public.

Should you not immediately take the aforementioned steps, OSHNA will conclude that your intention is to continue your deleterious and subversive actions. These actions are at odds with your continued membership in OSHNA, and therefore OSHNA believes that if they continue it would be in everyone's best interest for you to discontinue any association you have with OSHNA and for the Board to accept your resignations. Please be advised that the Board reserves any and all rights available to it in law and in equity, as well as all actions granted to it under the corporate by-laws.

Please advise me of your decision by close of business on April 22nd so that I may advise OSHNA. You may contact me at hunter@chamberlinpatrick.com. I look forward to your response.

Sincerely,



Hunter H. Chamberlin
CHAMBERLIN PATRICK PA