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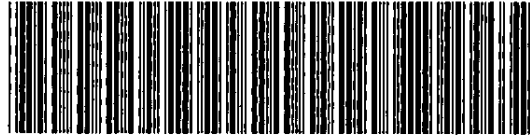
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

15 APR 17 PM 4:45

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AND  
FILED

1/4

**COVER LETTER**

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

**SUBJECT:** Dreamers Vision Academy Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

\$70.00  
Filing Fee

\$78.75  
Filing Fee &  
Certificate of  
Status

\$78.75  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

FROM: Mrs. Virginia Baker-Williams  
Name (Printed or typed)

4449 Linrest Drive S  
Address

Jacksonville, Florida 32208  
City, State & Zip

(904) 803-1046  
Daytime Telephone number

virginia.bwilliams1@gmail.com  
E-mail address: (to be used for future annual report notification)

**NOTE: Please provide the original and one copy of the articles.**

April 1, 2015

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

Re: Plans not to revoke the dissolution of, "Dreamers Vision Academy Inc.," and Release of name.

Dear Department of State:

Please accept this letter as proof that the proper parties, on behalf of the former For Profit Corporation, do not plan to revoke their dissolution of, "Dreamers Vision Academy Inc." The parties request to instead release the name, "Dreamers Vision Academy Inc.," to the new nonprofit corporation. This letter is accompanied by the, Not-For Profit Articles of Incorporation.

Sincerely,



Mrs. Virginia Baker-Williams, President/CEO

APPROVED  
AND  
FILED

**Dreamers Vision Academy Inc.** 15 APR 17 PM 4:46

**ARTICLES OF INCORPORATION** SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I**

NAME

**1.01 Name**

The name of this corporation is **Dreamers Vision Academy Inc.**

**ARTICLE II**

DURATION

**2.01 Duration**

The period of duration of the corporation is perpetual.

**ARTICLE III**

PURPOSE

**3.01 Purpose**

“**Dreamers Visions Academy Inc.**,” is a not-for-profit corporation and shall operate exclusively for educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code.

**Dreamers Visions Academy Inc.**’s purpose is to provide quality education to underserved children of Jacksonville, Florida’s urban areas. To enrich the lives of students who typically do not have the resources or access to a quality private education. The purpose is to reshape the education provided in urban areas, focusing on at-risk youth, by providing an avenue to an affordable private education. To increase academic performance, assist in developing more quality and effective educators, and the sharing of successful practices while creating change within the world of education, private education.

To maximize the corporation’s impact on current efforts, the corporation may seek to collaborate with other not-for-profit organizations that fall under the 501(c)(3) section of the Internal Revenue Code and are operated exclusively for educational and charitable purposes.

At times, per the discretion of the board of directors, the corporation may provide internships or volunteer opportunities which will provide opportunities for involvement in said activities and programs in order to have a greater impact for change.

# ARTICLE IV

## NON-PROFIT NATURE

### 4.01 Non-Profit Nature

**Dreamers Vision Academy Inc.**, is organized exclusively for charitable and educational 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, or corresponding section of any future federal tax code. No part of the net earnings of **Dreamers Vision Academy Inc.**, shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation is 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.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, 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.

**Dreamers Vision Academy Inc.**, is not organized and may not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational and charitable purposes. No part of the assets, receipts, or net earnings of the corporation may inure to the benefit of, or be distributed to any individual. However, the corporation may pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

### 4.02 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of **Dreamers Vision Academy Inc.**, of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

### 4.03 Dissolution

Upon termination or dissolution of **Dreamers Vision Academy Inc.**, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of **Dreamers Vision Academy Inc.**, shall be selected by the discretion of a majority of the managing body of **Dreamers Vision Academy Inc.**, and if its members cannot agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against **Dreamers Vision Academy Inc.**, by one (1) or more of its managing bodies. The verified petition shall contain reasonable statements indicating the applicability of this section. Upon a finding that this section is applicable, the court shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Florida.

In the event that the court finds that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this

corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Florida to be added to the general fund.

#### **4.03 Prohibited Distributions**

No part of the net earnings, or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, 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 Article III, Section 3.01.

#### **4.04 Restricted Activities**

No substantial part of the corporation's activities may be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

#### **4.05 Prohibited Activities**

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (I) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (II) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

## **ARTICLE V**

### **BOARD OF DIRECTORS**

#### **5.01 Governance**

**Dreamers Vision Academy Inc.**, shall be governed by its board of directors. Directors are elected in accordance with the corporation's bylaws.

#### **5.02 Initial Directors**

The initial directors of the corporation shall be:

**Name:** Mrs. Virginia Baker-Williams  
**Address:** 4449 Lincrest Dr. S.  
Jacksonville, FL 32208

**Name:** Mr. Jerrod A. Williams  
**Address:** 4449 Lincrest Dr. S.  
Jacksonville, FL 32208

**Name:** Shelletta Baker  
**Address:** 8440 Gullege Dr.  
Jacksonville, FL 32219

## **ARTICLE VI**

### **MEMBERSHIP**

#### **6.01 Membership**

**Dreamers Vision Academy Inc.**, shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

## **ARTICLE VII**

### **AMENDMENTS**

#### **7.01 Amendments**

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

## **ARTICLE VIII**

### **ADDRESSE(S) OF THE CORPORATION**

#### **8.01 Corporate Address**

The physical address of the corporation is:  
4449 Lincrest Drive S.  
Jacksonville, FL 32208

The mailing address of the corporation is:  
4449 Lincrest Drive S.  
Jacksonville, FL 32208

## **ARTICLE IX**

### **APPOINTMENT OF REGISTERED AGENT**

#### **9.01 Registered Agent**

The registered agent of the corporation shall be:

**Mrs. Virginia Baker-Williams**  
4449 Lincrest Drive S.  
Jacksonville, FL 32208

I, **Mrs. Virginia Baker-Williams** agree to be the registered agent for **Dreamers Vision Academy Inc.**, as appointed herein. I am familiar with, and accept the obligations of the position of registered agent.

Registered Agent Mrs. Virginia Baker-Williams  
Date: 4/11/2015

Mrs. Virginia Baker-Williams  
Required Signature

**ARTICLE X**  
**INCORPORATOR**

The incorporator of the corporation is:

Mrs. Virginia Baker-Williams  
Address: 4449 Lincrest Dr. S.  
Jacksonville, FL 32208

*I submit this document and affirm that the facts stated herein are true, I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.*

Mrs. Virginia Baker-Williams  
Required Signature of Incorporator

4/11/2015  
Date

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

15 APR 17 PM 4:51

APPROVED  
AND  
FILED