

N 97000001641

World Literacy Crusade of Florida, Inc.
P.O. Box 693956
Miami, Florida 33269-0956

March 30, 2000

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-04/10/00--01139--012
*****43.75 *****43.75

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

To whom it may concern:

Find enclosed the original and one (1) copy of the Articles of Amendment to the Article of Incorporation for World Literacy Crusade of Miami, Florida, Inc.

Also, find enclosed a check in the amount of \$43.75 for a Certified Copy of said Articles of Amendment to the Article of Incorporation of World Literacy Crusade of Miami, Florida, Inc.

Thank you for your assistance.

*Amend
5-9-00
PMS*

Sincerely,

LaTrisha Carter

LaTrisha Carter
Vice-President

SECRETARIAT OF STATE
TALLAHASSEE, FLORIDA

00 APR 10 PM 3:08

FILED

Enclosures as stated

215 N. Perviz Ave, Opa-Locka,, FL 33054
Telephone: 305-688-3565
Facsimile: 305-945-0637
Email : wrldlit@bellsouth.net

World Literacy Crusade of Florida, Inc.

May 3, 2000

Florida Department of State
Division of Corporations
Attn: Doug Spitler
P.O. Box 6327
Tallahassee, Florida 32314

Dear Mr. Spitler:

Enclosed is the amended Articles of Incorporation for the World Literacy Crusade of Florida, Inc. We have elected to keep our name therefore, please apply the \$43.75 that was previously sent for the name change to World Literacy Crusade of Miami, Inc. to our amended articles.

If you have any questions, please contact me at 305-688-3565.

Respectfully submitted,



LaTrisha M. Carter
Vice President

Enclosures

"When man is taught the mechanics of learning how to learn, of understanding how to understand, he is then empowered with the ability to create his own future and realize his own dreams. Then, and only then, is he capable of being responsible and has earned the right to live in peace and be free." Rev. Alfreddie Johnson, Founder



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 18, 2000

WORLD LITERACY CRUSADE OF FLORIDA, INC.
ATTN: LATRISHA CARTER
P.O. BOX 693956
MIAMI, FL 33269-0956

SUBJECT: WORLD LITERACY CRUSADE OF MIAMI, INC.
Ref. Number: N96000001312

We have received your document for WORLD LITERACY CRUSADE OF MIAMI, 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):

The above listed corporation was administratively dissolved or its certificate of authority was revoked for failure to file its 1997 corporate annual report/uniform business report form. To reinstate, the corporation must submit a completed reinstatement application or annual report/uniform business report and the appropriate fees.

The fees to reinstate the corporation are as follows: \$175 reinstatement fee, \$61.25 filing fee per year.

Therefore, the total amount due to reinstate the corporation is \$420.00. Add an additional \$8.75 for each certificate of status requested.

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: 200A00021182

**ARTICLES OF AMENDMENT
to
ARTICLE OF INCORPORATION
of
WORLD LITERACY CRUSADE OF FLORIDA, INC.**

FILED
00 APR 10 PM 3:08

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned, World Literacy Crusade of Florida, Inc., a Florida nonprofit corporation adopts the following Articles of Amendment to its Article of Incorporation, duly filed with the Department of State, State of Florida on March 24, 1997

FIRST: The following are the amendments and additions to the Article of Incorporation of World Literacy Crusade of Florida, Inc., duly adopted:

ARTICLE 1 - NAME AND ADDRESS

The name of the corporation is **World Literacy Crusade of Florida, Inc.**, a nonprofit charitable organization.

The place in this state where the principal office of the Corporation is to be located is the City of Opa-Locka, Miami-Dade County.

More specifically, the address of the principal office of this Corporation is:

215 N. Perviz Street
Opa-Locka, Florida

ARTICLE 2 - DURATION

The Corporation shall have perpetual existence, unless dissolved according to the law.

ARTICLE 3 - PURPOSES OF CORPORATION

The Corporation is organized exclusively for charitable, religious, educational, and scientific 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 the corresponding section of any future Federal tax code.

The Corporation shall provide charitable services in a manner that is beneficial to the public interest. Namely, for the development of individual capabilities, support of

knowledge and academic scholarship.

Moreover, the Corporation is organized to perform charitable activities and services, the primary purpose of which is providing for special educational, cultural, recreational, and social benefits to minors that contribute to the development of good character, good sportsmanship, and to the educational and cultural development, of minors.

ARTICLE 4 - MANNER OF ELECTION OF DIRECTORS

The Directors shall be elected or appointed by a majority vote of the Members of the Corporation. The manner of their admission is provided for in the By Laws of the Corporation.

ARTICLE 5 - BOARD OF DIRECTORS

The names and addresses of the persons who are the members of the Board of Directors are as follows:

| <u>Name</u> | <u>Address</u> |
|---------------------------------|---|
| Thema Campbell, President | P.O. Box 693956 Miami, Florida 33269 |
| LaTrisha Carter, Vice-President | P.O. Box 693956 Miami, Florida 33269 |
| Charlenia Rutland, Secretary | 10881 S.W. 127 Street Miami, Florida 33176 |
| Amina Ali, Treasurer | 1441 Commerce Way, Suite 320 Miami, Florida 33016 |
| Anthony Brunson, Member | 1 East Broward Blvd., Suite 110 Ft. Lauderdale, Florida |
| Claudette Cannon, Member | 16321 N.W. 18 Court Opa-Locka, Florida 33054 |
| Lawrence Crider, Member | 145 Huguenot Street New Rochelle, New York 10802 |
| Sharon Drakes, Member | 20150 N.E. 3rd Court, #7 N. Miami Beach, Florida 33179 |
| Robert Holland, Member | 801 Brickell Avenue, 9th Floor Miami, Florida 33131 |

Carlos Jamieson, Member 17700 N.W. 67 Avenue,
Suite 301
Miami, Florida 33015

Alfreddie Johnson, Member 3209 N. Alameda Street
Compton, California
90222

Barry Singleton, Member 1840 N.W. 167 Street
Miami, Florida 33169

ARTICLE 6 - CAPITAL STOCK

The Corporation shall have no capital stock and shall be composed of members rather than shareholders.

ARTICLE 9 - PRESIDENT

The President of the Corporation shall be the person so duly elected pursuant to the By Laws of the Corporation and whose address shall be the same as the principal office of the Corporation as set forth in Article First hereof.

ARTICLE 10 - PROHIBITIONS

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 the furtherance of the purposes set forth in Article Third hereof.

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

Notwithstanding any other provision of these Articles, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

Moreover, notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code, or (b) 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 11 - LIABILITIES FOR DEBTS

Neither the members nor the members of the Board of Directors or officers of the Corporation shall be liable for the debts of the Corporation.

ARTICLE 12 - INDEMNIFICATION

The Corporation shall indemnify a director of the Corporation who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the director or officer was a party because the director or officer is or was a director or officer of the Corporation against reasonable attorney fees and expenses incurred by the director or officer in connection with the proceeding.

The Corporation may indemnify an individual made a party to a proceeding because the individual is or was a director, officer, employee or agent of the corporation against liability if authorized in the specific case after determination, in the manner required by the board of directors, that indemnification of the director, officer, employee or agent, as the case may be, is permissible in the circumstances because the director, officer, employee, or agent has met the standard of conduct set forth by the board of directors.

The indemnification and advancement of attorney fees and expenses for directors, officers, employees and agents of the Corporation shall apply when such persons are serving at the Corporation's request while a director, officer, employee or agent of the Corporation, as the case may be, as a director, officer, partner, trustee, employee or agent of another foreign or domestic corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Corporation.

The Corporation also may pay for or reimburse the reasonable attorney fees and expenses incurred by a director, officer, employee, or agent of the Corporation who is a party to a proceeding in advance of final disposition of the proceeding.

The Corporation also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a director, officer, employee or agent of the Corporation, whether or not the Corporation would have power to indemnify the individual against the same liability under the law.

All references in these Articles of Incorporation are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a director, officer, employee, or agent of the Corporation or the ability of the Corporation otherwise to indemnify or advance expenses to any such person by contract or in any other manner.

If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Incorporation to "director", "officer", "employee", and "agent" shall include the heirs, estates, executors, administrators, and personal representatives of such persons.

ARTICLE 13 - COVENANT NOT TO SUE

The Corporation agrees that it will never institute any action or suit at law or in equity against any director or officer of the Corporation, nor institute, prosecute, or in any way aid in the institution or prosecution of any claim, demand, action, or cause of action for damages, costs, loss of services, expenses, or compensation for or on account of any damage, loss or injury either to person or property, or both, whether developed or undeveloped, resulting or to result, known or unknown, past present, or future, arising out of a director or officer of the Corporation's service to the Corporation.

ARTICLE 14 - DEDICATION AND DISTRIBUTION OF ASSETS

Assets of the Corporation are permanently dedicated to the furtherance of the specified exempt purposes set forth in Article Third hereof, within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future Federal tax code.

ARTICLE 15 - DISSOLUTION

Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code, or shall be distributed to the federal government, or to a state or local government for public purpose.

However, if a named recipient is not then in existence or no longer a qualified distributee or unwilling or unable to accept the distribution, then the assets of this Corporation shall be distributed to a fund, foundation or corporation organized and operated exclusively for the purposes specified in section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future Federal tax. Reliance may be placed upon Florida state law to establish permanent dedication of assets for exempt purposes.

Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction 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 said Court shall determine, which are organized and operated exclusively for such purposes.

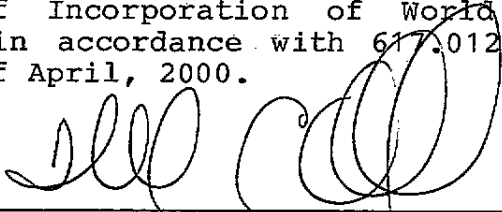
ARTICLE 16 - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Members, and approved to a Members meeting by a majority of the Members, unless all the Directors and all Members sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

SECOND: The date of adoption of the Articles of Amendment to Article of Incorporation of World Literacy Crusade of Florida, Inc. was April 28, 2000.

THIRD: The Articles of Amendment to Article of Incorporation of World Literacy Crusade of Florida, Inc. were adopted by the members and the number of votes cast for amendment was sufficient for approval and were adopted by the Board of Directors.

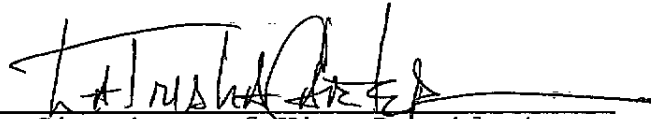
In compliance with section 617.1006, Florida Statutes, the undersigned file the foregoing Articles of Amendment to the Article of Incorporation of World Literacy Crusade of Florida, Inc. in accordance with 617.01210, Florida Statutes. This 28th day of April, 2000.



Signature of President

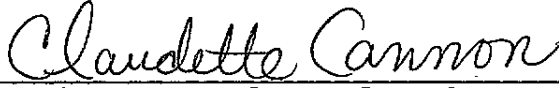
Thema Campbell, President
Typed/Printed Name and Title

Signatures (continued)



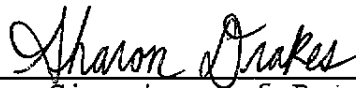
Signature of Vice-President

LaTrisha Carter, Vice-President
Typed/Printed Name and Title



Signature of Board Member

Claudette Cannon, Member
Typed/Printed Name and Title



Signature of Board Member

Sharon Drakes, Member
Typed/Printed Name and Title