

N11000005304

Ms. Sharon R. Troy
9400 N.W. 17th
Miami Fla. 33147



PICK-UP



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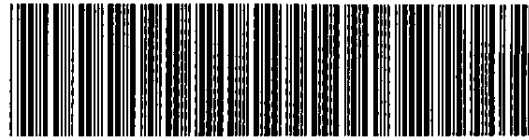
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DIVISION OF CORPORATIONS

May 19, 2011

SHARON D. TROY
9400 NW 17TH AVENUE
MIAMI, FL 33147

SUBJECT: THE ADVANCE LEARNING CENTER PREPARATORY SCHOOL
AND COUNCIL, INC.
Ref. Number: W11000027772

We have received your document for THE ADVANCE LEARNING CENTER PREPARATORY SCHOOL AND COUNCIL, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

DATES CHANGED

Please return the corrected original and one copy of 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) 245-6973.

Claretha Golden
Regulatory Specialist II
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Letter Number: 611A00012513

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EFFECTIVE DATE
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Articles of Incorporation of a nonprofit Florida Corporation; to wit:

Article I. Name and Effective Date, and Registered Agent

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The Advance Learning Center Preparatory School and Council, Inc., a non-profit entity pursuant to the laws of the State of Florida, and tax exempt under the federal IRS Statutes(and not a private foundation under applicable IRS regulations). The Incorporator/President shall be the registered Agent of the Corporation. The effective date of the articles of incorporation shall be May 25, 2011, unless the Department of State sets a different date for good cause. The initial registered agent is the President/ Incorporator, Sharon D. Troy, 9400 NW 17TH Avenue. Miami, Miami-Dade, Florida 33147.

Article II. Location and Business Address; Tax Exempt Status and Purposes

The location of the corporation, The Advance Learning Center Preparatory School and Council, Inc., and its business address is 9400 NW 17TH Avenue., Miami, Florida. The email address of the corporation is: cent8739@yahoo.com.

The corporation is a general purpose charitable and educational entity, whose chartering and existence is pursuant to applicable Florida Statutes and the IRS' applicable laws and regulations governing Section 501(C)(3) Non-Profit Corporations.

The corporation shall carry out educational and school medical related, and allied-health care services& issues forums; and it shall undertake supportive and preventive services for child care facilities.

The corporation shall accept, own, hold, form and hold trusts, serve as trustee, perform educational consulting and testing& evaluation services ; promote formations of health care entities, food and nutrition programs; and it shall operate, trade, distribute, mortgage, sell, or donate any real ,personal, or intangible property that is legal and complies with applicable local, state and federal, or international laws.

Article III. Membership& Qualifications, Officers and Directors; Election Methodology for Directors and Officers, Quorum

Membership shall be comprised of individuals and organizations, and schools shall be Council members. All members shall have one equal vote. The Council shall have as its purpose organizational assistance And membership services to member schools.

The corporation shall have officers and directors, Chairman & President, Vice chairman & Treasurer, Secretary, and Parliamentarian, and one or more assistants to these officers appointed by the executive committee. The chairman shall determine which of these assistants shall serve on the executive committee and who shall also serve as the board of directors. Officers and directors shall be elected by a plurality or majority of votes of the voting membership based on an accurate census the total membership and the applicable provisions of the bylaws; the bylaws shall be prepared and/ or adopted by and ratified periodically by the membership at its annual, biannual, or a specially called meeting.. The chairman shall also serve as president and chief executive officer, and the vice chairman shall serve as treasurer and as chief administrative officer, and the assistant secretary-treasurer shall serve as the parliamentarian . An officer or director shall hold more that one position at the same time, except that the offices of president and secretary shall not be held by the same person. Membership meetings shall require 25 percent of the member-voter rolls to conduct the meeting. Voting at annual, biannual, or special called meetings to elect or replace, or terminate an officer or board of directors member shall require 50 per cent, plus one additional member. Otherwise the action shall be tabled until a subsequent meeting for the purpose the action was previously tabled.

The incorporating officers who shall immediately serve until the next annual, bi-annual, or called special meeting are as follows: Sharon D. Troy, President and Chairman, Jacqueline A. Brown, Vice Chairman and Secretary-Treasurer, Katara Bloom, Assistant Secretary-Treasurer ; and there shall be as any additional

assistant secretaries and assistant treasurers as are appointed by the Chairman. And there shall be three incorporators of the total of three positions of the chairman-president, vice chairman-secretary, and the assistant-secretary, who shall sign the initial chartering or incorporating documents. The Parliamentarian shall act as the overseer of the proper conduct of meetings and procedures.

Article IV. Conduct of Meetings and Affairs

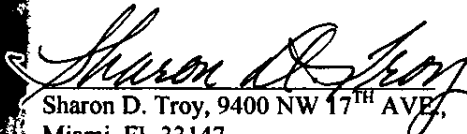
The corporation shall conduct its affairs through the leadership and business acumen of its officers and directors, pursuant to its articles of incorporation and its bylaws, which shall be enacted by the board of directors after being adopted and ratified by a majority of the voting membership. Absent such bylaws, Roberts Rules of Order shall apply. And the Parliamentarian shall serve as the protocol officer for compliance with the bylaws or Roberts Rules of Order. Two officers present and voting shall constitute a quorum.

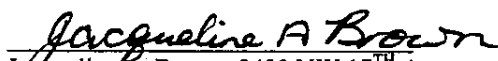
Article V. Dissolution

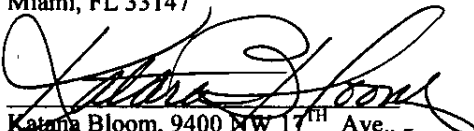
In the event of necessary or voluntary dissolution, the assets of the corporation shall be disposed of to one or more non-profit tax exempt entities in a manner that satisfies the IRS' statutes for Section 501(C)(3) non-profit tax exempt entities. And the corporation shall not be a private foundation, in its existence it shall continue to be a public charitable entity.

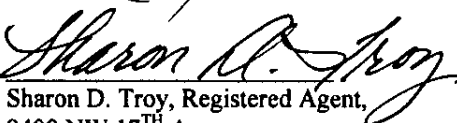
NOW THEREFORE, The incorporators set their hands and seal, this 25th day of May 2011, and swear they are:

Incorporators:


Sharon D. Troy, 9400 NW 17TH AVE.,
Miami, FL 33147


Jacqueline A. Brown, 9400 NW 17TH Ave.,
Miami, FL 33147


Katana Bloom, 9400 NW 17TH Ave., -
Miami, FL 33147


Sharon D. Troy, Registered Agent,
9400 NW 17TH Ave.,
Miami, FL 33147

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