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TALLAHASSEE, FLORIDA

W12-8911

03/15/12

FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 15, 2012

DORCAS TROCHE
9000 SHERIDAN ST. #138
PEMBROKE PINES, FL 33024

SUBJECT: MICROSCHOLARSHIPS, INC.
Ref. Number: W12000008911

We have received your document for MICROSCHOLARSHIPS, INC. and your check(s) totaling $70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

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) 245-6052.

Thomas Chang
Regulatory Specialist II
New Filing Section

Letter Number: 712A00006938

COVER LETTER

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

SUBJECT: MICROSCHOLARSHIPS, INC.
(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

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

- [x] $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: DORCAS TROCHE
Name (Printed or typed)

9000 SHERIDAN ST #138
Address

PEMBROKE PINES, FL 33024
City, State & Zip

954-862-2222
Daytime telephone number

20302 ASH GROVE LANE

DTROCHE@BELLSOUTH.NET
E-mail address: (to be used for future annual report notification)

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

ARTICLES OF INCORPORATION FOR MICROSCHOLARSHIPS, INC

On this 6th day of February, 2012, the undersigned Incorporator signed these Articles of Incorporation and presented them for the formation of MICROSCHOLARSHIPS, INC., (referred to as the "Corporation"), a not-for-profit corporation formed under Chapter 617 of the Florida Statutes, with reference to the following facts:

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ARTICLE I
NAME OF THE CORPORATION

The name of the Corporation shall be Microscholarships, Inc.

ARTICLE II
PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The Principal Office and Mailing Address of the Corporation shall be located at 20302 Ash Grove Lane Tampa, FL 33647.

ARTICLE III
DURATION OF THE CORPORATION

The Corporation shall have perpetual existence, until dissolved in accordance with its Bylaws or the Florida Statutes.

ARTICLE IV
GENERAL PURPOSES

The purposes for which the Corporation are organized are exclusively religious, charitable, scientific, literary and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law (referred to as the "I.R.C.").

ARTICLE V
ACTIVITIES NOT PERMITTED

Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal income tax under I.R.C. section 501(c)(3) or (b) a corporation, contributions to which are deductible under I.R.C. section 170(c)(2). 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 publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE VI
DEDICATION AND DISTRIBUTION OF ASSETS

No part of the net earnings of the Corporation shall inure to the benefit of any Member, Director, or Officer of the Corporation or any private individual (except that reasonable compensation may be paid for serviced rendered to or for the Corporation affecting one (1) or more of its purposes), and no Member, Director, or Officer of the Corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets upon dissolution of the Corporation. In the event of dissolution, the residual assets of the Corporation shall be turned over to (1) or more organizations which is or are exempt as an organization or organizations described in I.R.C. section 501(c)(3) and I.R.C. section 170(c)(2) or (2) the Federal, State or local government for exclusive public purposes.

ARTICLE VII
DIRECTORS

Scott Tubbs
20302 Ash Grove Lane
Tampa, FL 33647

Orlando Espinosa
4340 NW 198th Street
Miami, FL 33055

Deborah Rios
9000 Sheridan Street, Suite 138
Pembroke Pines, FL 33024

Minerva Cowan
4340 NW 198 Street
Miami, FL 33055

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TALLAHASSEE, FLORIDA

ARTICLE VIII
ELECTION OF DIRECTORS

Directors shall be appointed or elected as set forth in the Corporation's bylaws or as decided upon by the current Board of Directors.

ARTICLE IX
INDEMNIFICATION

Every person who now is or hereafter shall be a Director or Officer of the Corporation shall be indemnified by the Corporation against all costs and expenses (including counsel fees) hereafter reasonably incurred by or imposed upon him in connection with or resulting from any action, suit or proceeding of whatever nature to which he is or shall be made a party by reason of his being or having been a Director or Officer of the Corporation (whether or not he is a Director or Officer of the Corporation at the time he is made a party to the action, suit or proceeding or at the time the cost or expense is incurred by or imposed upon him), except in relation to matters as to which he shall be finally adjudged in any action, suit, or proceeding to have been derelict in the performance of his duties as Director or Officer. The right of indemnification herein provided shall not be exclusive of other rights to which any person may now or hereafter be entitled to as a matter of law.

ARTICLE X
BYLAWS

The Board of Directors of the Corporation may provide Bylaws for the conduct of the business of the Corporation and the carrying out of its purposes as the Directors deem necessary from time to time. Upon notice properly given, the Bylaws may be amended, altered, or rescinded by majority vote of the Directors present at any regular or special meeting called for that purpose, subject to any limitations set forth in the Florida statutes concerning corporate action.

ARTICLE XI
AMENDMENTS TO ARTICLES OF INCORPORATION

An Amendment to these Articles of Incorporation may be adopted only after receiving an affirmative vote of the majority of the Board of Directors.

ARTICLE XII
REGISTERED OFFICE AND REGISTERED AGENT

The Corporation shall maintain a registered office within the State of Florida and a registered agent as required by Florida Statutes. The Corporation's initial registered office shall be located at 9000 Sheridan Street, Suite 138, Pembroke Pines, FL 33024 and its initial registered agent is RCG Accounting & Associates, Inc., a Florida Corporation.

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ARTICLE XII
INCORPORATOR

The name and address of the person signing these Articles of Incorporation as the Incorporator is Orlando Espinosa, 20302 Ash Grove Lane, Tampa, FL 33647.

On this 6th day of February 2012, Orlando Espinosa, as Incorporator, signed these articles of Incorporation on behalf of Microscholarships, Inc.

Orlando Espinosa
Incorporator for Microscholarships, Inc.

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Florida Statutes Chapter 617.

Deborah Rios, EA, as representative
for RCG Accounting & Associates, Inc.

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