00 JAN 10 AH 8: 40

TRANSMITTAL LETTER

SECRETARY OF STATE TALLAHASSEE, FLORIDA

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

*****87.50 *****87.50

JUMP START TOMORROW, 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 **X** \$87.50

Filing Fee, Certified Copy

& Certificate

ADDITIONAL COPY REQUIRED

Ziebro

Name (Printed or typed)

P.O. Box 1059

2 Berea Commons, Suite

Berea, Ohio 44017

City, State & Zip

(440) 243-2955

Daytime Telephone number

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

1+1-1452

NON-PROFIT ARTICLES OF INCORPORATION OF JUMP START TOMORROW, INC.

FILED

00 JAN 10 AM 8: 40

SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLE I

| NAME | |
|------|--|
| | |

The name of the corporation shall be JUMP START TOMORROW, INC., a nonprofit corporation.

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of the Corporation shall be 927 N.E. Industrial Boulevard, Jensen Beach, Florida 34957.

ARTICLE III

<u>PURPOSE</u>

The purpose or purposes for which the Corporation is organized are:

- (A) To establish a public charity organized exclusively for charitable, scientific, literary or educational purposes provided for under Sections 501(c)(3), of the Internal Revenue Code of 1986, and to that end to directly provide the resources or by contributions to organizations that qualify as organizations under Section 501(c)(3) of the Internal Revenue Code and for this to that end to hold any property, or any undivided interest in property, without limitation as to amount or value; to dispose of any such property and to invest, reinvest or deal with the principal or income in such manner as, in the judgment of the directors, will best promote the purposes of the Corporation; to do any act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary gain or profit, incidental or otherwise of its members, trustees or officers.
- (B) 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 furtherance of its purposes.
- (C) 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 preparation or distribution of statements) any political campaign on behalf of any candidate for public office. 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 Sections 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Sections 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of nay future United States Internal Revenue Law).

- (D) (1) The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.
- (2) The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.
- (3) The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.
- (4) The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

ARTICLE IV

ELECTION OF DIRECTORS

There shall be three (3) Directors who will be elected by a majority vote of the Members at the annual meeting of the Members.

The number of Directors constituting the initial Board of Directors is three. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than three. The names and addressed of the initial Directors of Corporation are as follows:

Edwin Hudson 30445 Cole Grade Valley Center, California 92082

Nancy Simon 598 Northeast Maranta Terrace Jensen Beach, Florida 34957 Gary Simon 598 Northeast Maranta Terrace Jensen Beach, Florida 34957

ARTICLE V

AGENT

The name and Florida street address of the initial registered agent are

GARY SIMON 927 N.E. Industrial Boulevard Jensen Beach, Florida 34957

ARTICLE VI

INCORPORATOR

The name and address of the Incorporator to the Articles of Incorporation are:

GARY SIMON 927 N.E. Industrial Boulevard Jensen Beach, Florida 34957

ARTICLE VII

<u>BYLAWS</u>

The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Directors.

ARTICLE VIII

CONDUCT OF CORPORATE AFFAIRS

The conduct of the affairs of the Corporation will be limited in the following manner: all corporate powers are exercised by the Board of Directors and not by the members of the Corporation.

ARTICLE IX

FILED

00 JAN 10 AM 8: 40

COMMENCEMENT OF CORPORATE EXISTENCE

SECRETARY OF STATE

In accordance with Section 617.014, Florida Statutes, the date when corporate FLORIDA existence shall commence is the date of filing.

ARTICLE X

DISSOLUTION

Upon dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to charitable organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1986 and its Regulations as they now exist or as they may be amended.

IN WITNESS WHEREOF, I have hereunto subscribed my name, this 30 day of

November, 1999.

Gary Simon/Jacorporator

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.

November 30, 1999

Date

D;\0001\006\ARTICLE\$2

Jary Simon, Legistered Agent