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

SECRETARY OF STATE TALLAHASSEE, FLORIDA

SUBJECT:	Girl Connection (PROPOSED CORPORATE	ons of Florida, NAME- <u>MUSTINCLUI</u>	Inc. DE SUFFIX)	
Enclosed is an original ar \$70.00 Filing Fee	nd one (1) copy of the article \$\frac{1}{2} \$78.75 Filing Fee & Certificate of Status	es of incorporation and a \$\square\$\$\$\$\$\$78.75\$ Filing Fee & Certified Copy ADDITIONAL CO	\$87.50 Filing Fee, Certified Copy & Certificate	
FROM: Jennifer Bachman Name (Printed or typed)			5 000032 8 -06/07/00- - *****78.7	01102003
	(813) 932-7958	rillea Ave. dress ate & Zip ephone number	-	

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

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ARTICLES OF INCORPORATION OF GIRL CONNECTIONS OF FLORIDA, INC.

00 JUN -7 AM !!: 27

The undersigned, acting as incorporators of a corporation under the Not for Profit Corporation Act ARY OF STATE of the State of Florida, in compliance with Chapter 617, Florida Statutes, adopt the following AHASSEE, FLORIDA Articles of Incorporation for such corporation:

ARTICLE I NAME

The name of the corporation, hereinafter referred to as the "Corporation" is Girl Connections of Florida, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 220 West Bougainvillea Ave. Tampa, FL 33612.

ARTICLE III PURPOSES

Section A. The Corporation 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 the corresponding section of any future federal tax code. More specifically, this Corporation will be organized for the purpose of becoming a youth organization dedicated to empowering girls, ages 5-18, to achieve their uppermost potential. Such purposes include but are not limited to:

*Providing girls from all walks of life--without regard to race, national origin, religion, physical handicap, disability or socioeconomic status--a safe forum to openly express themselves without fear of peer pressure, ridicule or punishment.

- *Giving them the freedom to develop their inner talents and self-esteem through friendship, role modeling, teamwork, cooperation, understanding and appreciation.
- *Offering educational programs that are directly related to issues faced by girls of today and tomorrow in an effort to promote positive family, social and moral values.
- *Accomplishing through the coordinated efforts of girls and their parent(s) programs and public service projects that foster a general reverence for community.

Section B. The Corporation may receive and administer funds 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.

Section C. The Corporation is empowered to hold any property, or any undivided interest therein, without limitation as to amount or value; to dispose of any such property and to invest, reinvest, or deal with the principal or the income in such manner as, in the judgment of the directors, will best promote the purposes of the Corporation, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of Incorporation, the By-Laws of the Corporation, or any applicable laws, to do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its directors except as permitted under the Not-for-Profit Corporation Law.

Section D. 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 the purposes set forth in Article III hereof.

Section E. 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 publication 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, 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 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 corresponding section of any future federal tax code.

Section F. Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to one or more exempt purposes which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, and its Regulations as they now exist or as they may be hereafter amended, or to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Circuit Court 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 IV MEMBERSHIP

Section A. The Corporation shall have members.

Section B. The qualifications for members and the manner of their admissions shall be regulated by the By-laws.

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

The initial street address in the state of Florida of the initial registered office of the Corporation is 220 West Bougainvillea Ave. Tampa, FL 33612, and the name of the initial registered agent at such address is Jeffrey Steven Bachman.

ARTICLE VI TERRITORY

The territory in which the operations of the Corporation are principally to be conducted is the United States of America and its territories and possessions, but the operations of the Corporation shall not be limited to such territory.

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ARTICLE VII BOARD OF DIRECTORS

Section A. The Board of Directors shall consist of at least three (3) members, who need noggetin -7 AM II: 28 residents of the state of Florida.

SECRETARY OF STATE

Section B. The Board of Directors shall be elected and qualified as stated in the By-Laws, TALLAHASSEE, FLORIDA

ARTICLE VIII LIABILITY

No member, director or officer of this Corporation shall be personally liable for the debts or obligations of this Corporation of any nature whatsoever, nor shall any of the property of the members, directors or officers be subject to the payment of the debts or obligations of this Corporation.

ARTICLE IX INCORPORATOR

The name and address of the initial incorporator is: Jennifer Bachman 220 West Bougainvillea Ave. Tampa, FL 33612

ARTICLE X TERM OF EXISTENCE

Section A. The effective date upon which the Corporation shall come into existence shall be the date of filing of these Articles of Incorporation.

Section B. The Corporation shall exist perpetually unless dissolved according to law.

ARTICLE XI BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be rested in the Board of Directors.

ARTICLE XII AMENDMENTS

Upon written notice, the Articles of Incorporation may be amended, altered or rescinded by a majority vote of the Board of Directors of the Corporation, in accordance with procedures established by the By-Laws as it may deem necessary for the conduct of its business and the carrying out of its purposes.

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.

Signature/Registered Agent

5 .9-00 Date IN WITNESS WHEREOF, the undersigned, being the Incorporator for the purpose of forming a Corporation pursuant to the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes, has signed these Articles of Incorporation.

Signature/Incorporator

The foregoing instrument was acknowledged before me this day of May of May

My commission expires: 3/0/