

**NO1000005259**  
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July 23, 2001

Florida Department of State  
Division of Corporations  
Attn: Alan Crum  
409 East Gaines Street  
Tallahassee, Florida 32399

100004435251--5  
-06/21/01--01054--022  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: African-American Girls Actively Pursuing Excellence, Inc.  
A Florida Not for Profit Corporation

Dear Mr. Crum:

Per your letter dated June 25, 2001, enclosed herewith please find the original Articles of Incorporation for the above-referenced corporation for filing. I have included a copy of the Articles and a self-addressed, stamped envelope for the return of the certified copy of the Articles of Incorporation. It is my understanding that you are holding our check in the amount of \$78.75 for the filing fee.

Should you have any problems or questions, please contact Lowanda of my office. Thank you for your professional attention and assistance in filing these papers.

Most cordially yours,

*Gary L. Stump*

Signed in absence to avoid delay  
On behalf of Stump, Webster, Craig & Associates, PA

GLS/lk  
Enclosure

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Serving Central Florida and the Florida East Coast with Offices in Orlando, Lakeland and Fort Pierce, Florida

*7/25*  
*gls*



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

June 25, 2001

GARY L. STUMP  
201 NORTH MAGNOLIA AVE., STE. 300  
ORLANDO, FL 32801

SUBJECT: A.G.A.P.E.  
Ref. Number: W01000014569

We have received your document for A.G.A.P.E. 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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

The name of the corporation must contain a corporate suffix. This suffix may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

The registered agent must sign accepting the designation.

Please return the 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) 487-6052.

Alan Crum  
Document Specialist  
New Filing Section

Letter Number: 401A00038159

**ARTICLES OF INCORPORATION  
CORPORATION ORGANIZED FOR CHARITABLE PURPOSES**

**African - American Girls Actively Pursing Excellence, Inc.**  
A Florida Not for Profit Corporation

The undersigned person(s) acting as incorporators of a corporation not for profit under the Florida Not For Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, adopt the following Articles of incorporation for the corporation:

**Article I**

The name of the corporation is **African - American Girls Actively Pursing Excellence, Inc.**

**Article II**

The corporation shall have perpetual duration.

**Article III**

The corporation is a not for profit corporation. The primary purposes for which the corporation is organized are charitable and educational.

- (a) The specific and primary purposes for which this corporation is formed are to raise economic, educational, and social levels of underprivileged residents of the low income communities of Central Florida and other underprivileged groups, which have substantial employment or low income families, to foster and promote community wide interest and concern for the problems of such community to the end that discrimination may be eliminated, sickness, poverty, and crime may be lessened, and educational and economic opportunities may be expanded among the residents of such communities.
- (b) To expand the opportunities available to said residents and groups to own, manage, and operate business enterprises by furthering the development of locally owned or operated business enterprises in economically underprivileged or depressed areas; to assist said residents and groups in developing entrepreneurial and management skills necessary for the successful operation of business enterprises.
- (c) The focus of the not for profit corporation includes, but is not limited to, African-American girls between the ages of eight years and eighteen years. The program objective is to stay with the members through High School Graduation, with encouragement to continue to college or a trade school enrollment.
- (d) The member's participation in the program is focused to provide weekly training programs that include:
  - (1) Personal Imaging: nutrition, personal grooming, appropriate dressing, personalizing wardrobe, table manners, sitting and standing techniques, conversation, introductions, body language, telephone manners, response manners, public speaking.

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- (2) Prevention: sexually transmitted diseases, teen pregnancy, drug and alcohol crime, school drop-out.
  - (3) Mentoring: academic support, counseling, role model, cultural awareness, travel experience, fun activities, and community service.
  - (4) Life Application: work ethics, job search, interviewing skills, and money management.
- (e) The general purposes for which this corporation is formed are to operate exclusively for charitable and educational purposes which will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws, including, for those purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.
- (f) This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

#### **Article IV**

The corporation shall have a membership distinct from the Board of Directors. The authorized number and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting and other rights and privileges of members, and their liability for dues and assessments and the method of collecting dues and assessments shall be as regulated in the bylaws.

#### **Article V**

The street address of the initial office of the corporation is 18 North College Street, Eatonville, Orange County, in the State of Florida.

#### **Article VI**

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a Board of Directors. The number of directors of the corporation shall never be less than three (3); provided, however, that any change may be made by a bylaw duly adopted pursuant to the bylaws of this corporation.

The directors named here as the first Board of Directors shall hold office until the first meeting of members, to be held on the first Monday of January, 1998, at 10:00 a.m. or if that day be a legal holiday, then on the next succeeding day that is not a legal holiday, at 18 North College Street, Eatonville, Florida 34761, at which time an election of directors shall be held.

Directors elected at the first annual meeting, and at all subsequent times, shall serve for a term of three (3) years until the next annual meeting of members following

the election of directors and/or until the qualification of the successors in office. Annual meetings shall be held at 10:00 a.m., on the 1<sup>st</sup> Monday in January of each year, or if that day be a legal holiday, then on the next succeeding day that is not a legal holiday, at the principal office of the corporation, or at any other place or places designated by the Board of Directors by resolution.

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all the members of the Board individually or collectively consent in writing to the action. Written consent or consents shall be filed with the minutes of the proceedings of the Board, and any action by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law that relates to action taken in this manner shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting and that the articles of incorporation and bylaws of this corporation authorize the directors to act in this manner. This statement shall be prima facie evidence of the directors' authority.

The names and residential addresses of the persons who are to serve as the initial Officers are:

Rita Allen, President, 18 North College Street, Eatonville, FL 34761

Ruthenia Beacham Moses, Vice President, 3 Johnson Street, Eatonville, FL 32751

Beverly Parson, Secretary/Treasurer, 918 Observatory Court, Orlando, FL 32818

The name and address of each incorporator is:

Rita Allen, President, 18 North College Street, Eatonville, FL 34761

Ruthenia Beacham Moses, Vice President, 3 Johnson Street, Eatonville, FL 32751

Beverly Parson, Secretary/Treasurer, 918 Observatory Court, Orlando, FL 32818

#### **Article VIII**

The Board of Directors shall elect the following officers: President, Vice President, and Secretary/Treasurer, and any other officers which the bylaws of this corporation authorize the directors to elect. Initially, officers shall be elected at the first annual meeting of the Board of Directors. Until that election is held, the following persons shall serve as corporate officers:

Rita Allen, President, 18 North College Street, Eatonville, FL 34761

Ruthenia Beacham Moses, Vice President, 3 Johnson Street, Eatonville, FL 32751

Beverly Parson, Secretary/Treasurer, 918 Observatory Court, Orlando, FL 32818

#### **Article IX**

Subject to the limitations contained in the bylaws and any limitations set forth in the Not For Profit Corporation Act of Florida described above, concerning corporate action that must be authorized or approved by the members of the corporation, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the Board of Directors or by following the procedure set forth in the bylaws.

#### **Article X**

The property of this corporation is irrevocably dedicated to charitable and educational purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member, or to the benefit of any private individual.

#### **Article XI**

On the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a not for profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

#### **Article XII**

Amendments to these articles of incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of at least two-thirds (2/3) of a quorum of members of the corporation.

#### **Article XIII**

The name of the registered agent is Rita Allen whose address is 18 N. College Street, Eatonville, Florida 34761. Having been named as registered agent to accept service of process for this not for profit charitable corporation, accepts the appointment as registered agent and agrees to act in this capacity.

**Article XIV**

We, the undersigned, being the incorporators of this corporation, for the purposes of forming this not for profit charitable corporation under the Laws of Florida, have executed these articles of incorporation on 7/1/01 (date).

Rita Allen  
Registered Agent-Rita Allen

Rita Allen  
President-Rita Allen

Ruthenia B. Moses  
Vice President-Ruthenia B. Moses

Beverly Paraon  
Secretary/Treasurer-Beverly Paraon

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