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TRANSMITTAL LETTER

FILED

01 AUG 16 AM 11:34

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

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SUBJECT: Education & Economic Development Corporation

(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

☒ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Tonya Ellis  
Name (Printed or typed)

20235 N.W. 3rd Court  
Address

Miami, FL 33169  
City, State & Zip

305-653-2901  
Daytime Telephone number

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-08/16/01--01051--001  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

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

G. BLALOCK AUG 20 2001

**FILED**

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**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

**ARTICLES OF INCORPORATION**

**OF**

**EDUCATION & ECONOMIC DEVELOPMENT CORPORATION**

**A Florida "Not for Profit" Corporation**

The undersigned, acting as incorporator of a corporation under Florida Statutes, adopts the following Articles of Incorporation:

**Article I**

The name of the corporation is EDUCATION & ECONOMIC DEVELOPMENT CORPORATION. The principal office of the corporation is located at 20235 NW 3 Court, Miami, Florida 33169.

**Article II**

The name of the registered agent of the corporation is Shari Williams. The address of this registered agent is 1544 NW 19 Avenue, Ft. Lauderdale, Florida 33311.

**Article III**

The period of duration is perpetual. The corporation is organized pursuant to the Not for Profit Corporation laws of the State of Florida. The qualification for members, if any, and the manner of their admission shall be regulated by the bylaws.

**Article IV**

The purpose for which this corporation is formed are exclusively charitable, educational and scientific and consist of the following:

1. To raise economic, educational and social levels of the residents of the State of Florida, including low to moderate income individuals;
2. To expand the opportunities available to said residents and groups to own, manage, and operate business enterprises; to assist residents and groups in the developing entrepreneurial and management skills necessary for said residents and groups in obtaining financial support from other sources;

3. To expand opportunities available to said residents and groups to obtain adequate low-cost housing accommodations by constructing, rehabilitating, and providing decent, safe, and sanitary housing;
4. To aid, support, and assist by gifts, contributions, or otherwise, other corporations, funds and foundations organized and operated exclusively for charitable, educational or scientific purposes;
5. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, association, trusts, institution, foundations, or governmental bureaus, departments or agencies;
6. All of the foregoing purposes shall be exercised exclusively charitable and educational purposes in such a manner that the corporation will qualify as an exempt organization under section 501 (c) (3) of the Internal Revenue law.

## **Article V**

Notwithstanding any other provision of these articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal and State income tax under section 501 (c) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

## **Article VI**

1. There shall be five Directors on the initial Board of Directors;
2. The method of election of the Board of Directors shall be stated in the bylaws;
3. The names and addresses of the initial Board of Directors are:

Shari Williams  
1544 NW 19 Avenue  
Fort Lauderdale, Florida 33311

Barbara Burke  
PO Box 54-1594  
Opa Locka, Florida 33054

Andrea Brice  
1311 NE 105 Street, #3  
Miami Shores, Florida 33138

Maria Cephas  
1310 SW 50 Avenue  
North Lauderdale, Florida 33068

Ethel Wiggins  
2840 NW 20 Street  
Fort Lauderdale, Florida 33311

## **Article VII**

The Corporation is organized exclusively for charitable and educational purposes. The Corporation is not organized nor shall it be operated for the purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to the Directors, Officers, or Members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's charitable and educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable and educational purposes no part of which shall inure to the benefit of any individual.

## **Article VIII**

No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.

## **Article IX**

Upon dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501 (c) (3) of the Internal Revenue Code of 1986 to be used exclusively for charitable and educational purposes. If the Corporation holds any assets in trust, such assets shall be disposed of in such manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

## Article X

In the event that this Corporation shall become a "private foundation" within the meaning of section 509 of the Internal Revenue Code of 1954, the Corporation shall distribute its income for such taxable year at such time and in such manner as not to subject it to tax under section 4941(d) of the Internal Revenue Code; shall not engage in any act of self-dealing as defined in section 4943(c) of the Internal Revenue Code; shall not make any investments in such manner as to subject it to tax under section 4944 of the Internal Revenue Code; and shall not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code.

## Article XI

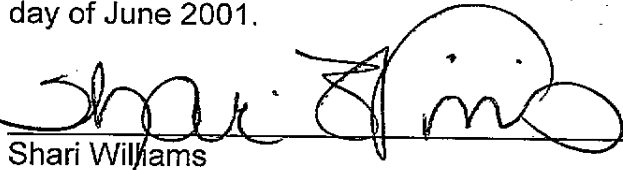
Any person (and the heirs, executors, and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that she is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by her (or by her heirs, executors, or administrators) in connection with the defense or settlement of such action, which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of her duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors, or administrators) may be entitled apart from this Article.

## Article XII

The name and address of the incorporator is:

Shari Williams  
1544 NW 19 Avenue  
Ft. Lauderdale, Florida 33311

These Article of Incorporation are hereby executed by the incorporator on this 1<sup>st</sup> day of June 2001.

  
Shari Williams

STATE OF FLORIDA }

SS:

COUNTY OF MIAMI-DADE }

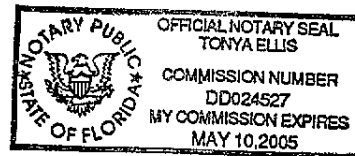
I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State of Florida and in the County aforesaid to take acknowledgements, personally appeared Shari Williams known to be the person described in and who executed the foregoing instrument as incorporator and acknowledged before me that she executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 1<sup>st</sup> day of June, 2001.

*Tonya Ellis*

NOTARY PUBLIC STATE OF FLORIDA

My commission Expires:



REGISTERED AGENT'S  
ACCEPTANCE OF APPOINTMENT

I, Shari Williams, hereby accept by appointment as registered agent for the EDUCATION & ECONOMIC DEVELOPMENT CORPORATION, a Florida Not For Profit Corporation.

*Shari Williams*  
Shari Williams

6-1-01

Date