

N01000000 9044

THE ARIEL BUSINESS GROUP, INC.
Business & Management Consultants

FILED
01 DEC 31 PM 1:15
SECRETARY OF STATE
TALLAHASSEE FLORIDA

December 13, 2001

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

800004733688--0
-12/20/01--01019--002
*****70.00 *****70.00

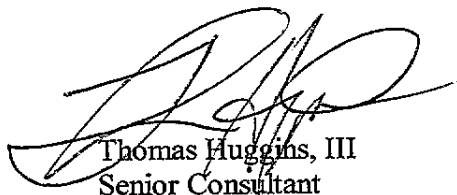
RE: Black Pages Youth Entrepreneurial and Education Foundation

Dear Sir/Madam:

Enclosed please find Articles of Incorporation for the above referenced organization. Also, you will find a check in the amount of \$70.00, which will cover the processing fee for filing of Articles of Incorporation.

If you should have any questions, please do not hesitate to call our office.

Sincerely,



Thomas Huggins, III
Senior Consultant

Enclosures

THIII/re



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

December 26, 2001

THE ARIEL BUSINESS GROUP, INC.
4601 W KENNEDY BLVD STE 124
TAMPA, FL 33609

SUBJECT: BLACK PAGES YOUTH ENTREPRENEURIAL AND EDUCATION
FOUNDATION
Ref. Number: W01000029255

We have received your document for BLACK PAGES YOUTH ENTREPRENEURIAL AND EDUCATION FOUNDATION and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

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.

An effective date may be added to the Articles of Incorporation if a 2002 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

If you're intending to use the word ENTREPRENEURIAL in the title of the corporation, please correct the spelling throughout the document. Also, what was the manner of selection of the initial directors listed? (Elected or appointed and by whom?)

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) 245-6933.

Dale White
Document Specialist
New Filings Section

Letter Number: 101A00066937

ARTICLES OF INCORPORATION
OF
BLACK PAGES YOUTH ENTREPRENEURIAL AND EDUCATION
FOUNDATION, INC.

FILED
01 DEC 31 PM 1:15
SECRETARY OF STATE
TALLAHASSEE FLORIDA

(A NOT FOR PROFIT CORPORATION)

The undersigned, acting as incorporators of a corporation under the **Not For Profit Corporation Act of the state of Florida**, adopt the following articles of incorporation for such corporation.

ARTICLE I

The name of the corporation shall be **"BLACK PAGES YOUTH ENTREPRENEURIAL AND EDUCATION FOUNDATION, INC."**

The initial street address in the state of FLORIDA or initial registered office of the Corporation is:

**4601 West Kennedy Blvd., Suite 124
Tampa, Florida 33609**

ARTICLE II

The period of duration of the Corporation is perpetual.

ARTICLE III

The Corporation is organized exclusively to promote the education and development of young entrepreneurs through education and training programs, including for such purposes, the making of distribution to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The Corporation may receive and administer funds for Religious, educational, charitable, and scientific purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 and to that end, 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 or officers except as permitted under the Non-for-Profit Corporation Law.

No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, officer of the Corporation, or any private individual, except the reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes, and no member, trustee, officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. 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 any candidate for public office.

ARTICLE IV

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 charitable, religious, scientific, testing for public safety, literary, or educational organization which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue 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 Court of Common Pleas of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organization as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE V

The qualification for members and the manner of their admissions shall be regulated by the by-laws.

ARTICLE VI

The initial street address in the state of FLORIDA of the initial registered office of the Corporation is:

**4601 W. Kennedy Blvd., Suite 124
Tampa, Florida 33609**

And the name of the registered agent at such address is:

**Thomas Huggins, III
4601 W. Kennedy Blvd., Suite 124
Tampa, Florida 33609**

ARTICLE VII

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

ARTICLE VIII

The initial board of directors shall consist of at least three (3) members, who need not be residents of the state of **FLORIDA**. The names, titles, and addresses of the persons who shall serve as directors until the first annual meeting of members, or until their successors shall have been elected and qualified, as stated in by-laws:

Thomas Huggins, III 4516 Tarpon Drive Tampa, Florida 33617	Board Member
-------------------------------------------------------------------------	--------------

Sherryl Cusseaux 2116 West Arch Street Tampa, Florida 33607	Board Member
--------------------------------------------------------------------------	--------------

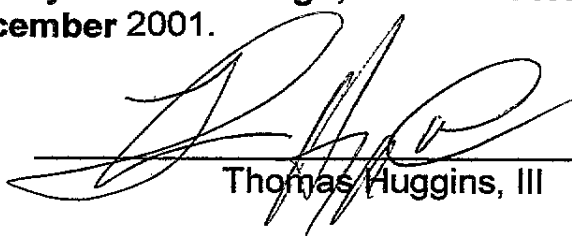
Derrick DeVerger 2620 Iman Drive Raleigh, NC 27615	Board Member
-----------------------------------------------------------------	--------------

ARTICLE IX

The names and addresses of the initial incorporators are as follows:

**Thomas Huggins, III
4601 W. Kennedy Blvd., Suite 124
Tampa, Florida 33609**

IN WITNESS WHEREOF, the undersigned have made and subscribed to these Articles of Incorporation at name of City of Tampa, County of Hillsborough, State of Florida, on this 12th day of December 2001.



Thomas Huggins, III

CERTIFICATE OF DESIGNATION

FILED

REGISTERED AGENT/ REGISTERED OFFICE 01 DEC 31 PM 1:15

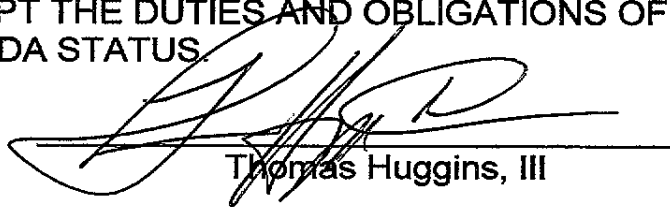
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provisions of Section 607.325, Florida Status, the undersigned corporation, organized under the laws of the State Florida, submits the following statement in designating the registered office / registered agent, in the State of Florida.

The name and address of the registered agent and office is:

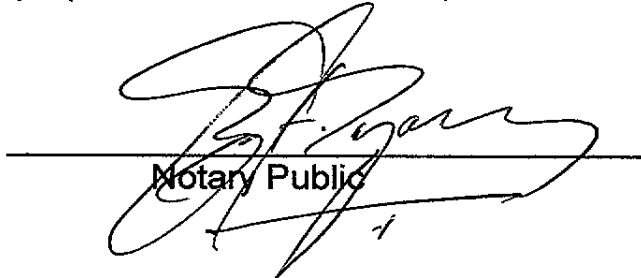
**Thomas Huggins, III
4601 W. Kennedy Blvd., Suite 124
Tampa, Florida 33609**

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUS RELATIVE TO THE PROPER COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUS.


Thomas Huggins, III

State of Florida
County of Hillsborough

Personally appeared before me, the undersigned Notary Public, this 12th day of **December 2001**, to me known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein aforesaid, this 12th day of **December 2001**.


Notary Public

My Commission Expires:

