

No 2000000 746

January 21, 2002

Department of State
Division of Corporation
P.O. Box 6327
Tallahassee, Florida 32314

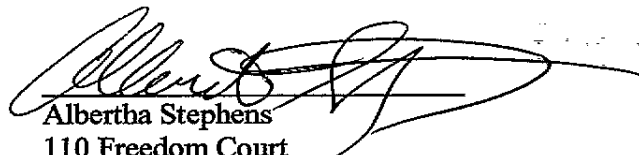
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****166.25 ****87.50

Subject: Parents for Equal Education in Public Schools, Inc.

Enclosed are an original and one (1) copy of the Articles of Incorporation and a check for \$166.25 for the filing fee, certified copy and certificate. Please return a certified copy and certificate of status at your earliest convenience.

If you have any questions or need any additional information, please do not hesitate to contact the undersigned.

Sincerely,



Albertha Stephens
110 Freedom Court
Deerfield Beach, Florida 33442
Telephone: (954)426-0782

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ARTICLES OF INCORPORATION
Parents for Equal Education in Public Schools, Inc.

The undersigned incorporator, for the purpose of forming a corporation, in compliance with Chapter 617, F.S., (Not for Profit), hereby adopt the following Articles of Incorporation:

ARTICLE I-NAME

The name of the corporation shall be: Parents for Equal Education in Public Schools, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 110 Freedom Court, Deerfield Beach, Florida 33442 or at such other place as the Board of Directors shall from time to time determine.

ARTICLE III - PURPOSE

The general nature of the object of this not for profit corporation is to convert extrinsically motivated social-economically deprived and abused students into intrinsically motivated students, thereby, narrowing the academic achievement gap between them and their social-economically privileged counterparts in public schools by:

- a. Providing autonomy developing seminars and workshops for inter-city youths.
- b. Providing informative workshops for elementary school parents or guardians.
- c. Providing adult level courses to assist inter-city parents in reading, writing, mathematics, and computers for professional growth.
- d. Providing inter-city elementary schools with reading, writing, mathematics specialists for its remedial students.
- e. Assisting inter-city middle and high schools in constructing student schedules with respect to students' weaknesses, state level requirements for graduation and career goals.

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- f. Advising inter-city schools on its curriculum, class size, teacher certification and the overall daily operation of inter-city schools with respect to the learning styles of social-economically deprived and abused students.
- g. Advising inter-city schools on grants and scholarships availability and implementation.
- h. Assisting inter-city schools in identifying students for hearing and eye examinations and/or other health related issues.
- i. Acting as a liaison for Boys and Girls(B & G) Clubs and public inter-city schools in utilizing B & G clubs' computer laboratories to assist students with state minimum assessment examinations, college entrance examinations, and other various school to career examinations.

The above purposes for which this corporation is organized is exclusively charitable and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Revenue law.

ARTICLE IV - MANNER OF ELECTION

The manner in which the directors/officers are selected or appointed shall be provided for in this corporation's By-laws.

ARTICLE V- INITIAL OFFICERS

The officer of this corporation shall be the President, Secretary, Treasurer and such other officers as may be provided for in the By-laws.

The names and addresses of the initial officers of this corporation shall be:

Albertha Stephens 110 Freedom Court Deerfield Beach, Florida 33442	President
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Delores Bullard Powell 8955 Wiles Road Bld1 Apt 306 Coral Springs, Florida 33067	Secretary
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KyShun T. Nicholas 5538 Parade Place Margate, Florida 33063	Treasurer
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ARTICLE VI - BOARD OF DIRECTORS

The affairs of this corporation shall be managed by a Board of Directors which shall never have less than three members. The duties, powers, authority and method of selection of said board shall be provided in the By-laws.

The names and addresses of the first members of the Board of Directors, who will serve until their successors are selected shall be:

Albertha Stephens
110 Freedom Court
Deerfield Beach Florida

Delores Bullard Powell
8955 Wiles Road Bld1 Apt 306
Coral Springs, Florida 33067

KyShun T. Nicholas
5538 Parade Place
Margate, Florida 33063

ARTICLE VII - INITIAL REGISTERED AGENT

The name and Florida street address of the registered agent is:

Albertha Stephens
110 Freedom Court
Deerfield Beach, Florida 33442

ARTICLE VIII- EXISTENCE

The corporation shall exist perpetually.

ARTICLE IX - AMENDMENTS AND BY-LAWS

The Articles of Incorporation and the By-Laws of this corporation may be made, altered, amended or rescinded by a majority vote of the Board of Directors, at any regular or special business meeting, provided that a notice stating the proposed change and the time and place of the meeting, where the same will be considered, has been mailed to all members of the Board of Directors at least two (2) weeks prior to such meeting.

ARTICLE X - NON-PROFIT

This corporation shall not carry on propaganda, or otherwise attempt to influence legislation or participate in political campaigns as a substantial part of its activities. No part of the income of the corporation shall be paid or inure to the benefit of any person, but the corporation shall be authorized to pay reasonable compensation for services rendered and may confer benefits upon its members in conformity with its purposes.

Notwithstanding any other provision of these Articles, this corporation shall not carry on any activity 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 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 Section 170(c)(2) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law.

ARTICLE XI - DISTRIBUTION OF ASSETS

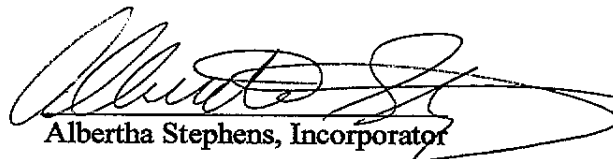
The corporation is not organized for pecuniary profit nor shall it have any power to issue certificates of stock or declare dividends and no part of its net earning shall inure to the benefit of any members, trustees, officers or individuals. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future federal tax code, or shall be distributed to the federal, state, or local government for a public purpose.

ARTICLE XII - INCORPORATOR

The name and address of the Incorporator is:

Albertha Stephens
110 Freedom Court
Deerfield Beach, Florida 33442

IN WITNESS WHEREOF, we the undersigned incorporates, have hereto set our hands and seals this 22 day of JAN., 2002, for the purpose of forming this corporation not for profit under the laws of the State of Florida.


Albertha Stephens, Incorporator

STATE OF FLORIDA)
COUNTY OF BROWARD)

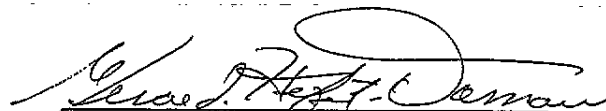
BEFORE ME, a notary public duly authorized to take acknowledgments in the State and County named above to take acknowledgments, personally appeared Albertha Stephens to be () personally known or (X) who has produced the identification DL # S315-000-52-761-0 to be the person described as subscriber in executed the foregoing Articles of Incorporation, and acknowledged before me that she executed and subscribed to these Articles of Incorporation, freely and voluntarily and for the purposes therein expressed.

WITNESS my hand and official seal in the State and County named above, this 22 day of JAN., 2002.

(SEAL)



Gerald Herbert Dorman
MY COMMISSION # CC975804 EXPIRES
November 7, 2004
BONDED THRU TROY FAIR INSURANCE, INC.


NOTARY PUBLIC - State of Florida

GERALD HERBERT DORMAN
[Type or printed name of notary]

My Commission Expires: 11-7-2004

**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

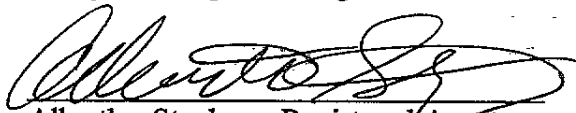
Parents for Equal Education in Public Schools, Inc.

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

Albertha Stephens
110 Freedom Court
Deerfield Beach, Florida 33442

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Having been named as registered agent to accept service for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Albertha, Stephens, Registered Agent

1-22-02
Date