

NO2000000951

A not-for-profit corporation
P.O. Box 690232
Orlando, FL 32869
407 819 9785 message
407 311 5894 Fax
enm_marce@hotmail.com

Education in the New Millennium, Inc.
September 6, 2002

Dear Secretary of State:

700007609947--5
-09/10/02--01007--003
*****87.50 *****87.50

**Please accept these articles of incorporation amendments
for Education in the New Millennium, Inc., a not for profit
corporation.**

**Enclosed is check number 2070 in the amount of \$87.50 for
the filing fee (\$35.00) and 6 certified copies of the
amendments(@\$8.75.**

FILED
02 SEP 10 AM 8:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Sincerely,

Marce Swing

Marce Swing, Ph. D.
President
Board of Directors

Educating for Life

NO2000000951
09/10/02
6 cert copies
9-10-02

**ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of**

Education in the New Millennium, Inc.

NO2000000951

(Document Number of Corporation if known)

Pursuant to the provisions of section 61 7.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER (S) BEING AMENDED, ADDED, OR DELETED.)

Article III
Article V

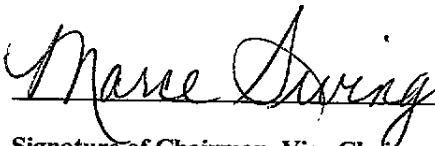
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12 SEP 10 AM 8:29
CLERK OF STATE
TALLAHASSEE, FLORIDA

SECOND: The date of adoption of the amendment(s) was: September 5, 2002

THIRD: Adoption of Amendment (CHECK ONE)

XX The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.

There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.



Signature of Chairman, Vice Chairman, President or other officer

Marce Swing

Typed or printed name

Title: **President**

Date: **September 5, 2002**

ARTICLES OF INCORPORATION

**In compliance with Chapter 617, F. S., (Not for Profit)
September 2, 2002**

Article I: name-- EDUCATION IN THE NEW MILLENNIUM, INC.

**Article II: address-- 9310 Bay Vista Estates Blvd.
Orlando, FL 32836**

Article III: purpose for which the corporation is organized

The corporation is organized exclusively for charitable, religious, educational, and scientific 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 any future tax code.

If requested by the Internal Revenue Service all projects being considered to be undertaken by Education in the New Millennium, Inc. first will be submitted for approval by Internal Revenue Service to insure the project meets the guidelines and standards set forth by the Internal Revenue Service for a 501(c)(3) tax exempt corporation.

EDUCATION IN THE NEW MILLENNIUM, INC. seeks funding to establish an education network of members to:

- **work with grant programs such as Front Porch Family Literacy Community and WorkForceTechnology Grant Programs**
- **teach skills in support of reading, education, technology and school to work programs**
- **improve literacy and to encourage reading**
- **support the arts and arts in education**

In search of exciting new entertaining and educational cinematic, Internet and television programming voices, EDUCATION IN THE NEW MILLENNIUM, INC. a 501c3 not for profit corporation seeks funding to support literacy, education, the arts and to create new digital production units -- an incubator lab for independent film and television production. The lab "a store front production studio" will provide equipment, financing, nurturing and mentoring to emerging filmmakers.

- **Further, we expect to work with independent filmmakers**
- **with public and private school students**
- **to establish an incubator lab to educate by providing a mentoring program to include internships available to students with a focus of preparing the student for work in the media arts job market. The incubator lab -- will provide high school and college students the opportunity to gain knowledge and learn skills as we mentor independent filmmakers proceeding through development, pre-production, production, post-production and distribution.**

September 2, 2002
Living for Education, Inc.

Article III (continued): Purpose for which the corporation is organized.

EDUCATION IN THE NEW MILLENNIUM INC. seeks funding for incubator lab production units and the Board of Directors seeks submissions from independent filmmakers and members of the community. Initial projects approved by the board of directors are:

1. **Read24-7.com** (an Internet Reading Library education network) a web site to enhance literacy where children and adults can read along as a story is being read. In addition we will insert **CYBERTRIPS** programming created by students to enhance the readers experience - enrichment. Throughout the **CyberTrip** programming will rotate age appropriate stories. We are working with the Florida Department of Education, the Federal Department of Education and leading reading specialists to provide information for teachers on "teaching teachers to teach reading." With sponsors, we are providing a program of book report cover forms for students where they are able to complete a book report and
2. provide the **read24-7.com** book report cover to a teacher. The teachers return the covers to us for certificates and incentives.
3. Thirty-six episodes supporting science and NASA to be shown to students in over 40 countries around the world and on the **SPACE MEDIA** or a similar Web site.
4. **ROCK 'n ROLL SOUP** a movie and television series
5. **RUSSELL AND BUGYES** a movie and television series.
6. Any additional projects undertaken by Education in the New Millennium, Inc. are to be determined as stated in the Education in the New Millennium, Inc. Articles and By Laws and approved by the Internal Revenue Service.

Education in the New Millennium, Inc. will offer workshops, lectures and technical tutorials. Lecture series and workshops will be hosted by producers, directors, educators and filmmakers, people in the arts and in support of the arts. These may be in conjunction with one or more other 501(c)(3) not for profit corporations.

Article IV: The manner in which the Directors are elected or appointed.

Members of the community may join the advisory council for Education in the New Millennium, Inc. by requesting an application; the completed application will be reviewed by the Directors and voted on and approved or rejected for membership on the advisory council. When a vacancy occurs, directors will be nominated from the advisory council members and voted on by the directors. All advisory council members may also be members of Education in the New Millennium, Inc.

September 2, 2002
Education in the New Millennium, Inc.
Articles of Incorporation

Article V: Name and street address of board of directors.

Marce Swing
Bay Vista Estates Blvd.
Orlando, FL 32836

Wren Aber
2016 Woody Drive
Windermere, FL 34786

Mary Myers
16 Tomaka Dr.
Oveido, FL 32765

Tim Shank
2409B Rutland Ave.
Redondo Beach, CA 90278

Article VI: Name and street address of initial Registered Agent.

Marce Swing
9310 Bay Vista Estates Blvd.
Orlando, FL 32836

Article VII: Name and street address of incorporator.

Marce Swing
9310 Bay Vista Estates Blvd.
Orlando, FL 32836

Article VIII: Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(3)(c) or the Internal Revenue Code or the corresponding provision 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 the corresponding provision of any future federal tax code.

Article IX: Upon 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, or the corresponding section of any future federal tax code, or shall be distributed 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 a Court of Competent Jurisdiction 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.

*****Having been named as registered agent to accept service of process 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.

Signature/Registered Agent

Date

Signature of Incorporator

Date