

TRANSMITTAL LETTER

No 2000004476

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

SUBJECT: Granny Unnie's Homework Helpers
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

000005728390--5
-06/10/02--01047--004
*****70.00 *****70.00

Enclosed are 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 of
Status

ADDITIONAL COPY REQUIRED

FROM: Vivian Rich Hugh
Name (Printed or typed)

2218 EIFFEL Dr.
Address

Orlando, FL 32808
City, State & Zip

407-578 1940
Daytime Telephone number

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 JUN 10 AM 9:11

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

F. GHESSER JUN 12

ARTICLES OF INCORPORATION

OF

GRANNY ANNIE'S HOMEWORK HELPERS, INC.

FILED STATE
SECRETARY OF FLORIDA
TALLAHASSEE, FLORIDA
02 JUN 10 AM 9:11

In compliance with the requirements of Florida Statutes, Chapter 617, the undersigned serves as incorporator, for the purpose of forming a corporation not-for-profit and does hereby certify:

ARTICLE I

NAME OF CORPORATION

The name of the corporation is Granny Annie's Homework Helpers, Inc. (hereinafter called the "Corporation").

ARTICLE II

PRINCIPAL OFFICE OF THE CORPORATION

The address of the principal office of the Corporation shall be 2218 Eiffel Drive, Orlando, Florida 32808, and the mailing address shall be 2218 Eiffel Drive, Orlando, Florida 32808.

ARTICLE III

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Corporation is 2218 Eiffel Drive, Orlando, Florida 32808. The name of the initial registered agent at that address is Vivian Rich Hugh.

ARTICLE IV

PURPOSES AND POWERS OF THE CORPORATION

This Corporation does not contemplate pecuniary gain or profit to its members, and the specific purposes for which it is formed are:

(1) exclusively for charitable, educational, religious and/or scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or under any corresponding provisions of any subsequent federal tax laws governing the distributions to organizations qualified as tax-exempt; and

(2) except as limited by the Articles of Incorporation and the Bylaws, the Corporation will have and exercise all rights and powers in furtherance of its

purposes as are or may hereafter be conferred on not for profit corporations pursuant to Chapter 617, Florida Statutes, and in accordance with other applicable law.

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

ARTICLE V

MEMBERSHIP

This Corporation shall not have members.

ARTICLE VI

BOARD OF DIRECTORS

A. The affairs of this Corporation shall be managed by its Board of Directors. The method of election or appointment of the Board of Directors shall be fixed and governed by the Bylaws of the Corporation.

B. The names and addresses of the initial directors are:

Vivian Rich Hugh	2218 Eiffel Drive Orlando, FL 32808
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Annie Bell	2218 Eiffel Drive Orlando, FL 32808
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Aaron Rich	2218 Eiffel Drive Orlando, FL 32808
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ARTICLE VII

DISSOLUTION

A majority of the Board of Directors may authorize dissolution of the Corporation. After dissolution is authorized, the Corporation must file articles of dissolution, in compliance with Section 617.1403, Florida Statutes, with the Department of State.

Upon 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, as amended, or corresponding provisions of any subsequent federal tax laws.

ARTICLE VIII

DURATION

The Corporation shall exist perpetually.

ARTICLE IX

AMENDMENTS

A majority vote of the Board of Directors may amend the Articles of Incorporation.

ARTICLE X

BYLAWS

The Bylaws of this Corporation shall be adopted by the incorporator on behalf of the Corporation and may be altered, amended, or rescinded by a majority vote of the Board of Directors.

ARTICLE XI

INCORPORATOR

The name and address of the incorporator is:

Vivian Rich Hugh
2218 Eiffel Drive
Orlando, FL 32808

IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Florida, the undersigned, constituting the incorporator of this Corporation, executed these Articles of Incorporation this 16 day of May, 2002.

Vivian Rich Hugh
Vivian Rich Hugh, Incorporator

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That Granny Annie's Homework Helpers, Inc., desiring to organize under the laws of the State of Florida with its initial principal office, as indicated in the Articles of Incorporation, at 2218 Eiffel Drive, City of Orlando, County of Orange, State of Florida has named Vivian Rich Hugh, whose address is 2218 Eiffel Drive, City of Orlando, County of Orange, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity and to comply with the provisions of the Florida Not for Profit Business Corporation Act relative to keeping open the registered office.


Vivian Rich Hugh, Registered Agent

ORL1 #719481 v1

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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