

TRANSMITTAL LETTER

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

No20000004930

SUBJECT: MIAMI READS FAMILY LITERACY PROGRAM INC.
(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: SANDRA HODGES
Name (Printed or typed)

1615 PENNSYLVANIA AVE. (Apt 2)
Address

MIAMI BEACH FL 33130
City, State & Zip

305 695 2907
Daytime Telephone number

000005676920

-06/04/02-01026-001

*****90.00 *****87.50

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

FILED
02 JUN 28 AM 9:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
202-162 28
gr 6/5



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 5, 2002

SANDRA HODGES
1615 PENNSYLVANIA AVE., APT. 23
MIAMI BEACH, FL 33130

SUBJECT: MIAMI READS FAMILY LITERACY PROGRAM, INC.
Ref. Number: W02000016228

We have received your document for MIAMI READS FAMILY LITERACY PROGRAM, INC. and your check(s) totaling \$90.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

The name of the entity must be identical throughout the document.

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) 245-6878.

Alan Crum
Document Specialist
New Filing Section

Letter Number: 702A00036752

ARTICLES OF INCORPORATION
of
Miami Reads Family Literacy Program, Inc.

A Florida "Not for Profit Corporation"

The undersigned, acting as incorporator of a corporation under Chapter 617 of Florida Statutes, adopts the following articles of Incorporation.

ARTICLE I. : NAME OF CORPORATION :

Miami Reads Family Literacy Program Inc.

ARTICLE II. : PRINCIPAL OFFICE

The principal office of the corporation is located at
1615, Pennsylvania Ave. (Suite 23), Miami Beach Fl 33139.

MAILING ADDRESS

The mailing address of the corporation
Miami Reads Family Literacy Program Inc.
1615, Pennsylvania Ave. (Ste. 23)
Miami Beach Fl 33139

ARTICLE III. : CORPORATE PURPOSES

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

1. To raise the economic, educational and social levels of the residents of Miami-Dade County Florida, including members of the minority community, who are substantially unemployed, underemployed, or whose income is below federal poverty guidelines, to foster and promote community wide interest and concern for the problems of said residents to the end that (a) educational and economic opportunities may be expanded; (b) sickness, poverty, crime and environmental degradation may be lessened; and (c) racial tension, prejudice and discrimination, economic, and otherwise, may be eliminated.

The Miami Reads Family Literacy Program Inc. is a Volunteer Tutoring and Educational Excellence Program. It is primarily founded on the belief that all children and adults can learn well if we work in partnership with the schools, families and communities of Miami-Dade County.

Success in education and higher student achievement is within the reach of every Miami-Dade resident. Most importantly, in order to achieve the fullest and highest level of success in our students, the school must collaborate with parents and the community to improve the physical, cognitive, social, ethical, emotional and psychological outcomes of the child. When children are developing well, they learn well. The community should render the same level of dedication and commitment to each child as though the child is our own.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2. Early childhood Development : Partnership and Outreach.

To increase the academic development of the **early childhood population** under the age of five whom are falling behind. The most important years in the development of a child's mind, is age 3 – 5 years. During the preschool years, children develop at an extraordinary rate. We would work with the early childhood centers, schools and parents to expand the opportunity for all pre-kindergarteners to learn at home and at school. A high quality pre-kindergarten learning opportunity and tutoring will be given to all 3-5 years old in Miami-Dade County. Early childhood education gives each child an even start which is a priority at our family literacy program. Miami Reads Family Literacy Program Inc. will assist parents in improving the pre-reading skills of Pre-kindergarteners and Headstart students. Studies show that youngsters who have had a strong pre-kindergarten foundation do better in school, achieve higher education, succeed in higher paying jobs and function better in society. We will tutor and encourage students to be bilingual and biliterate.

3. Public Schools : Partnership and Outreach

The Miami-Dade Public Schools has done an incredible job against bewildering odds to achieve performance that is adequate overall, problematic in spots, and excellent in some areas. No other school system in the country has so many new immigrants, as many foreign born residents (51%), as many people who speak a language other than English in the home (58%), and as many students poor enough to receive free lunches (60%). No other school system is growing at our rate, and none faces our overcrowding problem. Miami Reads Family Literacy Program Inc will work in partnership with the school system on school improvement and in raising the level of low performing schools on the FCAT, SAT, SRI and other state wide standardized tests by offering tutoring after school, on weekends and during the summer school period. Since being in school carries no guarantee that a student will learn, for learning to take place, students need to be safe, they need interested parents who are involved in their education, and they need support and encouragement while at school. Miami Reads Family Literacy Program Inc will support and encourage the appropriate learning skills and goals that are critical to Florida's State Education Goals. We will work closely with The Governor's A+ Plan for Education, Just Read Program where all students in Florida must be able to read on Grade Level or high by the year 2012 and the President's "No Child Left behind" program.

For the school year of 2001-2002, Miami-Dade has half of the state's double F's, Miami Reads Family Literacy Program Inc will work with schools that scored C, D, and F to improve at least one grade up from what they scored. Schools that scored A and B will be assisted and encouraged to maintain their current grades and to strive to go higher.

We will have Sunday family day enrichment and educational activities in the public parks, shopping malls and public libraries. Our summer school tutoring will assist students to bring up their level of education so that they will be able to enter the new school year on their grade level.

4. High School Education : Partnership and Outreach

Miami Reads Family Literacy Program Inc will assist the public schools in reducing the dropout rate and increasing the high school graduation rate by tutoring and encouraging students to get the minimum credentials necessary to access post secondary education and advanced training for higher skill/higher wage jobs.

5. Higher Education : Partnership and Outreach

Miami-Dade County lags well behind the nation in the percentage of residents who have a bachelor degrees : only 18% of our people have earned them, versus 25% nationally. Good basic education and well-earned high school diploma are only a prelude to higher levels of education in all fields. Miami Reads Family Literacy Program Inc will work diligently to assist and promote the academic success of any Miami-Dade resident who wants to achieve a college education. Using the P.A.C.E Program (Parents aspiring for a college education), we will tutor and encourage parents to achieve their college education. Higher education will make our students' life more productive.

More and more jobs are requiring the use of computers and technology and education and training are important to develop skills to the highest level. Miami Reads Family Literacy Program Inc will assist our students to get to a point where they develop a love of learning and teach themselves. Thirty million people are poor and illiterate, we need to do something about that, we need to go above and beyond to eliminate illiteracy. Miami Reads Family Literacy Program Inc will be part of the solution.

6. Adult and continuing Education : Partnership and Outreach

In a constantly changing economy, with the pace of change rising all the time, we will require a commitment to adult and continuing education at all levels. Adult literacy is vital for a skilled workforce and is also one of the keys to improved early childhood development. Continuing education is essential for workers, from entry level to senior managers, Miami Reads Family Literacy Program Inc will ensure that employed workers constantly upgrade their skills, by empowering, tutoring and encouraging them to remain competitive in their field of employment.

7. ESOL - (English for Speakers of Other Languages) : Partnership and Outreach

English is the primary language of the US and South Florida, but Miami-Dade County has a large population of people who speaks a language other than English especially Spanish, Creole, and Portuguese. Miami Reads Family Literacy Program Inc will tutor students on how to read, write and speak English which is essential to our students' ability to participate fully in American life, to expand career opportunities and obtain job improvement. Those whose native Language is English will benefit from our multi-lingual tutoring program that will extend beyond public schools.

8. Learning Disabilities : Partnership and Outreach

At Miami Reads Family Literacy Program Inc we will often refer to Learning Disability as Learning Differently. We will tutor and empower students and parents with Learning disabilities in areas of Parenting Strategies, Learning Strategies,

Communication and Self Esteem, identifying and using non-traditional learning styles and reading skills.

9. Displaced Worker's education and training : Partnership and Outreach

Residents of Miami-Dade who were displaced for reasons of economic distress will receive tutoring and assistance in educational enhancement including an educational family technology program, job and interview preparation and participate in a working clothes bank.

10. Welfare to work - Partnership and Outreach :

Miami Reads Family Literacy Program Inc will assist in career pathways through tutoring and workshops that maximize the chances for families to achieve economic self-sufficiency and move from welfare to working in stable jobs.

11. Parental Involvement : Partnership and Outreach

Parents are their children's first and most important teachers. Children begin learning to read at an early age, when parents first use words and images to describe and interpret their world. The best way for parents to help their children to become better readers is to read to them. Because parents so powerfully influence the reading development of their children, we know that many parents will benefit from our parental involvement and outreach program. Our parent involvement and outreach program will increase parental and community involvement in schools including but not limited to parent breakfasts, workshops, weekend activities in the reading room, creation of a book bank, educational video library, education and empowerment, PTA Membership, PTSA and Parent Advisory Councils.

12. Senior education enhancement : Partnership and Outreach

The retirement community of Miami-Dade can be actively involved in activities with our educational programs with elementary school students. Many seniors want to learn use the internet and increase their knowledge and life management skills. Miami Reads Family Literacy Program Inc will work in partnership with the adult education and senior centers to outreach and tutor the senior population of Miami-Dade County.

ARTICLE IV. : MANNER OF ELECTION :

All officers shall serve a one year term. Officers shall be elected by the Board of Directors of the board's first meeting of the calendar year or as soon as practical thereafter. Officers shall remain an officer until their successor has been selected. The Board of Directors may elect a single person to any two or more officers simultaneously, except that the offices of President and Secretary must be held by separate individuals.

ARTICLE V : INITIAL BOARD OF DIRECTORS / OFFICERS

The name, addresses and titles of the directors are :

- | | |
|--|--|
| 1. Name : Michael L Smith
Address : 1615, Pennsylvania Ave (15)
Miami Beach Fl 33139
Title : President | 2. Douglas R Riley
Address : 1315, NE Miami Ct (6)
Miami Fl 33132
Title : Vice President |
| 3. Name : William Perrett
Address : 1315, N.E. Miami Ct.(Apt #6)
Miami FL 33132
Title : Secretary/Treasurer | 4. Detha Ferguson Tai
15165 NE 6 th Ave,
North Miami Fl 33162
Title : Board Member |
| 5. Name : Lorretta Campa
Address : 465, Ocean Drive
Miami Beach Fl 33139
Title : Board Member | 6. Tania Ramsey Losardo
15165 NE 6 th Ave
North Miami Fl 33162
Title : Board Member |
| 7. Name : Susana Lampon
Address : 1605, Bay Drive
Miami Beach Fl 33139
Title : Board Member | 8. Name : Juana Acosta
Address : 1688, West Avenue (408)
Miami Beach Fl 33139
Title : Board Member |
| 9. Name : Surely Molina
Address : 1688 West Avenue (408)
Miami Beach Fl 33139
Title : Board Member | 10. Name : Eva Garcia
Address : 1600, Pennsylvania Av.(1)
Miami Beach Fl 33139
Title : Board Member |

VI. REGISTERED AGENT : The name of the registered agent of the corporation is Sandra Hodges. The address of the registered agent is 1615, Pennsylvania Ave. (Ste.23) Miami Beach Fl 33139.

VII. The effective date of Miami Reads Family Literacy Inc. is August 1, 2002.

501 (c) (3) LIMITATIONS

1. CORPORATE PURPOSES: Notwithstanding any other provision of these 7 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 501(c) (3) of the

Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

2. **EXCLUSIVITY** : The Corporation is organized exclusively for charitable purposes.

3. **NO PRIVATE INUREMENT**: The Corporation is not organized nor shall it be operated for the primary purposes 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.

4. **LOBBYING AND POLITICAL CAMPAIGNS** : No substantial part of the activities of the corporation shall consist of the 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.

5. **DISSOLUTION** : Upon winding up and 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 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 a 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.

6. **PRIVATE FOUNDATION PROVISIONS** : In the event this Corporation is considered to be a "Private Foundation" by the U.S. Internal Revenue Service under provisions of the United States Code the following provisions apply:

- a) The Corporation will distribute its income for each tax year at a time and in a manner as not to be subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- b) The Corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any federal tax code.
- c) The Corporation will not retain any excess business holding as defined in section 4943c of the internal Revenue Code, or the corresponding section of any future federal tax code.

d) The Corporation will not make any investments in a manner as to subject if to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future tax code.

e) The Corporation will not make any taxable expenditures as defined in section 4945 (d) of the internal Revenue Code, or the corresponding section of any future federal tax code.

INDEMNIFICATION

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 he 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 him or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit proceeding, or in connection with any appearance therein, except in relation to matters as to 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 his 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.

EXECUTION : These Articles of Incorporation are hereby executed by the incorporator on this 24th day of JUNE 2002.

Sandra Hodges
Sandra Hodges

FILED
02 JUN 28 AM 9:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**REGISTERED AGENT'S
ACCEPTANCE OF APPOINTMENT**

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 duties and responsibilities as Registered Agent and agree to act in this capacity.

Sandra Hodges
Signature / Registered Agent

6/24/02
Date

Sandra Hodges
Signature / Incorporator

6/24/02
Date

**STATE OF FLORIDA
COUNTY OF MIAMI-DADE**

I HEREBY CERTIFY that on this day, before me, as officer duly authorized in the State Aforesaid and in the county aforesaid to take acknowledgments, personally appeared Sandra Hodges who is either personally know to me or who produced a valid Florida Driver's license, executed the foregoing instrument as incorporator (or the agent of the incorporator) of Miami Reads Family Literacy Program Inc. and acknowledges before me that he or she executed the same.

The name and address of the incorporator is :

Mrs. Sandra Hodges
1615, Pennsylvania Ave. (Apt. 23)
Miami Beach Fl 33139

Before me the undersigned authority
personally appeared Sandra Hodges,
WITNESS my hand and official seal in the County and State last aforesaid this 24th
Day of June 2002.



Robert Kahn
My Commission DD115989
Expires June 16, 2006

Robert Kahn

Notary Public