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A. Wellington Barlow, Esquire, P.A.

Attorneys & Counselors At Law
Post Office Box 40262
Jacksonville, Florida 32203-0262
E-mail: awbarlow@bellsouth.net

A. Wellington Barlow, Esq., Fla. & Ga.
Deirdre A. Wallace, Esq., Fla.

Phone: (904) 757-2425
Fax: (904) 757-2422

October 15, 2002

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

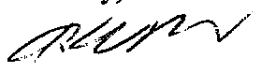
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*****78.75 *****78.75

RE: Wisdom and Knowledge is Understanding, Inc.

To whom it concerns:

I have enclosed Articles of Incorporation for Wisdom and Knowledge is Understanding, Inc. I have also enclosed a check in the amount of \$78.75 representing payment for filing fees, Registered Agent Designation and a certified copy of the filed Articles. Please return all correspondence to me at the letterhead address.

Sincerely,



A. Wellington Barlow, Esquire

Enclosures

FILED
02 OCT 17 AM 9:07
SECRETARY OF STATE
TALLAHASSEE FLORIDA

10/18

**Articles of Incorporation
of
Wisdom and Knowledge is Understanding, Inc.**

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TALLAHASSEE FLORIDA

Article I., Name

The name of the corporation shall be Wisdom and Knowledge is Understanding, Inc.

Article II., Principal Office

The principal place of business and mailing address of this corporation shall be:

1403 Dunn Ave., Suite 17
Jacksonville, FL 32218

Article III., Purpose

Wisdom and Knowledge is Understanding, Inc. 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 the corresponding section of any future federal tax code.

Article IV., Manner of Election of Trustees/Directors

The Board of Trustees shall range from a minimum of three (3) to a maximum of eleven (11). Such maximum may be amended pursuant to the By-Laws of the corporation. The initial Board of Trustees shall be approved by the chief executive officer. Subsequent board of trustee members shall be elected by a majority of the full Board at its year end meeting. The initial Board of Trustees is as follows:

Cassandra D. Barlow
11441 Yellow Tail Ct.
Jacksonville, FL 32218

Tony L. Salter
11826 John William Terrace
Jacksonville, FL 32218

A. Wellington Barlow
1403 Dunn Ave., Suite 17
Jacksonville, FL 32218

Article V., Limitations

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or others private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III herein. 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 publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities 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, or the corresponding section 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 section of any future federal tax code.

Article VI., Dissolution

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.

Article VII., Initial Registered Agent

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


A. Wellington Barlow, Esquire
1403 Dunn Ave., Suite 17
Jacksonville, FL 32218

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Article VIII., Incorporator

The name and address of the incorporator is:

A. Wellington Barlow, Esquire
1403 Dunn Ave., Suite 17
Jacksonville, FL 32218



Signature of Incorporator

10/14/02

Date

Certificate of Registered Agent

Having been named as the Registered Agent and to accept process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and am familiar with and accept the obligation of my position as Registered Agent.



Signature/Registered Agent

10/14/02

Date