

**Electronic Articles of Incorporation
For**

**N03000005208
FILED
June 17, 2003
Sec. Of State**

MADISON AVENUE FOR KIDS, INC.

The undersigned incorporator, for the purpose of forming a Florida not-for-profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

MADISON AVENUE FOR KIDS, INC.

Article II

The principal place of business address:

13153 S.W. 28TH PLACE
DAVIE, FL. 33325

The mailing address of the corporation is:

13153 S.W. 28TH PLACE
DAVIE, FL. 33325

Article III

The specific purpose for which this corporation is organized is:

PROVIDING EDUCATIONAL SCHOLARSHIPS TO UNDERPRIVILEGED YOUTH, AND TO ACCOMPLISH ANY OTHER "EXEMPT PURPOSES" WITHIN THE MEANING OF SECTION 501(C)(3) OF THE IRC OF 1986, AS AMENDED, OR THE CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE.

Article IV

The manner in which directors are elected or appointed is:

AS STATED IN THE BYLAWS

Article V

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

KEITH A JAMES ESQUIRE
250 AUSTRALIAN AVENUE SOUTH
SUITE 500
WEST PALM BEACH, FL. 33401

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: KEITH A. JAMES, ESQUIRE

Article VI

The name and address of the incorporator is:

KEITH A. JAMES, ESQUIRE
250 AUSTRALIAN AVENUE SOUTH, SUITE 500
WEST PALM BEACH, FL 33401

Incorporator Signature: KEITH A. JAMES, ESQUIRE

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: DIR
SAMUEL MADISON
13153 S.W. 28TH PLACE
DAVIE, FL. 33325

Title: DIR
SASKIA MADISON
13153 S.W. 28TH PLACE
DAVIE, FL. 33325

Title: DIR
CLEVE WARREN
10543 ARROWHEAD COURT
JACKSONVILLE, FL. 32257

Article VIII

The effective date for this corporation shall be:

06/17/2003