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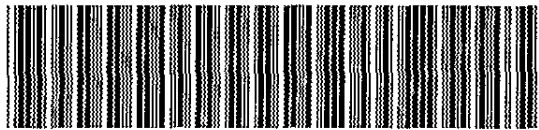
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

TRANSMITTAL LETTER

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

SUBJECT: Students Taking Responsibility In Developing Excellence, Inc
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)
(Stride, Inc)

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: Bill Barrett
Name (Printed or typed)

8917 N. Davis HIGHWAY
Address

Pensacola, Florida 32514
City, State & Zip

850 324-3070
Daytime Telephone number

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



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

December 1, 2003

BILL BARRETT
8917 N DAVID HWY
PENSACOLA, FL 32514

SUBJECT: STUDENTS TAKING RESPONSIBILITY IN DEVELOPING
EXCELLENCE, INC. (STRIDE, INC.)
Ref. Number: W03000035707

We have received your document for STUDENTS TAKING RESPONSIBILITY IN DEVELOPING EXCELLENCE, INC. (STRIDE, INC.) and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

Entities may file using only the entity's name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing the enclosed application and submitting the appropriate fees to this office.

An effective date may be added to the Articles of Incorporation **if a 2004 date is needed**, otherwise the date of receipt will be the file date. **A separate article must be added to the Articles of Incorporation for the effective date.**

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) 245-6933.

Dale White
Document Specialist
New Filings Section

Letter Number: 203A00064388

Page 1 of 7
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
STUDENTS TAKING RESPONSIBILITY IN
DEVELOPING EXCELLENCE, INC.**
In Compliance with Chapter 617, F.S., (Not for Profit)

THE UNDERSIGNED, for the purpose of forming a nonprofit corporation under the laws of the state of Florida, do hereby adopt the following articles of incorporation:

ARTICLE I NAME

The name of the corporation shall be: Students Taking Responsibility In Developing Excellence, Inc

ARTICLE II PRINCIPAL OFFICE

The principal place of business shall be: 3420 Pinestead Road, Pensacola, Florida 32505 but the mailing address of the corporation shall be 4771 Bayou Boulevard, Box 142, Pensacola, Florida 32503-1906.

ARTICLE III CORPORATE NATURE

This is a nonprofit corporation, organized solely for charitable, educational, civic, and social purposes pursuant to the Florida Not for Profit Corporation Act as set forth in Section 617 of the Florida Statutes.

ARTICLE IV DEFINITIONS

Section 1. "The corporation" herein, shall mean and refer to Students Taking Responsibility In Developing Excellence, Inc., its successors and assigns (the nonprofit corporation on whose behalf these Articles of Corporation are being executed and filed).

Section 2. "Board of Directors", herein, shall mean and refer to the elected officers only of the corporation, its successors and assigns.

Section 3. "General Members", herein, shall mean and refer to all members of the corporation, other than the elected members of the Board of Directors.

Section 4. "Students Taking Responsibility In developing Excellence, without the Inc. attached, herein, shall mean and refer to the mentors and the male minority students who are being mentored by the corporation.

Section 5. "The membership", herein, shall mean all members of the corporation (Board members and General Members).

Section 6. "Participating Students", herein, shall mean the minority male secondary school students who are being mentored by the corporation, and who make up the student component of the corporation.

ARTICLE V COPORATE DURATION

The term of existence of the corporation is perpetual.

ARTICLE VI NONPROFIT PROVISIONS AND PURPOSES OF STRIDE, INC.

Section 1. IRC Section 501(c)(7) Purposes.

The corporation is organized exclusively for any lawful purpose to retain nonprofit status as set forth in the most current Internal Revenue Code, and to act and operate exclusively as a nonprofit corporation pursuant to the laws of the State of Florida, its municipalities, county governments, and the United States.

No part of the revenues or assets of the corporation shall inure to the benefit of, or be distributed to the Board of Directors, Officers, General Members, or any other person(s), except that the corporation shall be authorized and empowered to pay reasonable compensation for services received or merchandise purchased on behalf of the corporation and the students, to

individuals or businesses and to make payments and distributions as set forth in the Bylaws.

Section 2. Purpose and Objectives

The primary purposes for which the corporation is organized is: To mentor and provide academic, cultural, and social enrichment experiences for minority male students attending public secondary schools (Includes both middle and high schools) in Pensacola Florida.

Other purposes and objectives of the corporation Shall include, but not be limited to, the following:

- a. To improve the academic performance of the participating students.
- b. Improve the image of the participating students in the community and their school.
- c. Provide the participating students the opportunity to perform gratuitous community service and learn the value of such service.
- d. Introduce the participating students to new positive academic, cultural, and social experiences.
- e. Increase the involvement of the participating students in school and community activities.
- f. Teach participating students important character, leadership and citizenship traits.
- g. Increase the participating students' interest and proficiency in reading.
- h. Help prepare the participating students for high school, college, vocational opportunities, entrepreneur ventures and a bright future.
- i. To engage in all other affairs in the interest of the participating students.
- j. To operate exclusively in any other manner for such charitable, educational, civic, and social purposes as will qualify the corporation, as an exempt organization under Section 501 (c)(7) of the Internal Revenue Code of 1953, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended, including private foundations and private operating foundations.

- k. The corporation shall further have unlimited power to engage in and do any lawful act not inconsistent with the corporation's nonprofit tax exempt status.

ARTICLE VII ISSUANCE OF CAPITAL STOCK

The corporation shall have no authority to issue capital stock.

ARTICLE VIII BOARD OF DIRECTORS

In accordance with the Bylaws, the corporation, shall nominate and elect persons from the membership to serve as officers of its organization. The elected officers shall include the Chairman of the Board/President, Deputy Chairman of the Board/VP, and Treasurer. These three elected officers, along with two members elected as at-large board members shall constitute the five (5) member Board of Directors, in accordance with the Bylaws. However, there shall never be less than three (3) individual Directors. All other officers and committee chairs shall be appointed by the Board and approved by the membership. The Board of Directors shall propose policies and execute the affairs of the corporation, as set forth in the Bylaws.

ARTICLE IX MANNER OF ELECTION

The manner in which the Board of Directors and Officers are elected or appointed: The initial members of the board of directors (including the Chairman, Deputy Chairman and Treasurer) of the corporation, shall be nominated and seconded at a general membership meeting. Once nominated and seconded, candidates for each board and officer position, must receive the most votes from the active members present, to be elected into that position. The slate of candidates for subsequent board membership shall be nominated by a selection committee (appointed by the board of directors) and approved by a majority vote of the general membership. Additional candidates may be added to the slate based on a nomination from a member and a second. Such subsequent board members and officers must receive the most votes rendered by the membership for each position during a meeting for which proper notice of the election had been given (a minimum 2-week notice) and a quorum, in accordance with the corporation's By-laws, must be present.

ARTICLE X OTHER OFFICERS/COMMITTEES

All other Officers and Committee Chairs will be appointed by the Board of Directors, but must be approved by a majority vote of a quorum of The Membership.

ARTICLE XI AMENDMENT OF ARTICLES

Amendments to these Articles may be proposed by a resolution adopted by the Board of Directors and presented to the membership as set forth in the Bylaws of the corporation.

ARTICLE XII AMENDMENT OF BYLAWS

Subject to the limitations contained in the By-laws, and any limitations set forth in the Florida Not for Profit Corporation Act, concerning corporate action that must be authorized or approved by the membership of the corporation, Bylaws of the corporation may be altered, rescinded, added to, or new Bylaws may be altered, rescinded, added to, or new Bylaws may be adopted according to the procedures as set forth in the Bylaws.

ARTICLE XIII INITIAL INCORPORATORS

The name and address of the initial incorporators of the corporation are:

<u>Name</u>	<u>Address</u>
Barrett, Bill	P.O. Box 18382, Pensacola, FL 32523
Gilley, Alfonsa	8235 Groveland Ave, Pensacola, FL 32534
Merritt, Ezra A.	3485 Marcus Pointe Blvd, Pensacola, Fl 32506
Wyche, John H.	861 MapleWoods Circle Pensacola, FL 32534-4153

ARTICLE XIV REGISTERED OFFICE AND AGENT

The street and mailing address of the initial registered office of the corporation is 8235 Groveland Avenue, Pensacola, Florida 32534. The name of the corporation's initial registered agent at such address is Alfonsa Gilley.

ARTICLE XV MISCELLANEOUS

Section 1. Conflicts

In case of any conflict between these Articles and the Bylaws, the Articles shall control.

Section 2. Governing Law

These Articles shall be governed by and interpreted in accordance with the laws of the State of Florida.

Section 3. Headings

The headings in these Articles are solely for convenience of reference and shall be given no effect in the construction or interpretation of these Articles.

IN WITNESS WHEREOF, we, Bill Barrett, Alfonsa Gilley, Ezra A. Merritt, and John Wyche, the undersigned for Students Taking Responsibility In Developing Excellence, Inc., a Florida nonprofit corporation, have executed these Articles of Incorporation in duplicate this _____ day of _____ 2003, and say:

That we are the initial incorporators of Students taking Responsibility In Developing Excellence, Inc. for the purpose of forming this nonprofit corporation under the laws of Florida; that we have read the above and foregoing Articles of Incorporation, know the contents thereof and that the same is true to the best of our knowledge and belief, therefore adopt the foregoing Articles of Incorporation.

Barrett, Bill

[Signature]
Bill Barrett

Gilley, Alfonsa

[Signature]
Alfonsa Gilley

Merritt, Ezra A.

[Signature]
Ezra A. Merritt

Wyche, John H.

[Signature]
John H. Wyche

Signature of Registered Agent

[Signature]
Alfonsa Gilley

**STATE OF FLORIDA
COUNTY OF ESCAMBLIA**

The foregoing instrument was acknowledged before me this 13th day of November 2003, by Bill Barrett, Alfonsa Gilley, Ezra A. Merritt, and John H. Wyche, who are personally known to me or have produced a valid drivers license as identification.

Signature of Notary

[Signature]

My Commission Expires:

12-8-2006

(Notary Seal)



ARNETTA JOHNSON
My Comm. Exp. 12/8/2006
No. DD151909

Personally Known
 Other I.D. FL DL

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03 DEC 19 PM 2:55
SECRETARY OF STATE
TALLAHASSEE FLORIDA