

**N05000001751**

\_\_\_\_\_  
(Requestor's Name)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

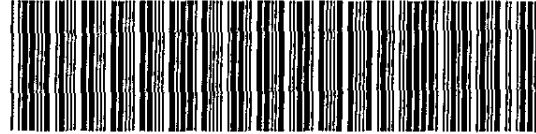
Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only

4

D. WHITE FEB 21 2005



900045702569

02/02/05--01033--014 \*\*87.50

**FILED**  
2005 FEB 21 P 1:05  
TALLAHASSEE, FLORIDA

---

**Wilder Business Solutions, Inc.**

**"TAKING YOU TO THE NEXT LEVEL"**

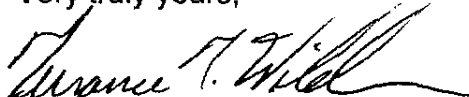
January 28, 2005

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

Subject: ***IntelliBee School, Inc.***

Enclosed are an original and two (2) copies of the Articles of Incorporation for the above-named corporation and a check for \$87.50 for the filing fee, Certified Copy and Certificate of Status. If you have any questions or need additional information, I can be reached at the address and telephone number printed below.

Very truly yours,



Terrance T. Wilder

Enclosure

cc: Armando Elias (w/ enc.)



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

February 9, 2005

TERRANCE T. WILDER  
10165 USA TODAY WAY  
MIRAMAR, FL 33025

SUBJECT: INTELLIBEE SCHOOL, INC.  
Ref. Number: W05000006798

We have received your document for INTELLIBEE SCHOOL, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Initial board of directors may not be elected by directors.

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: 805A00009202

RECEIVED  
05 FEB 21 AM 11:09  
FLORIDA DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

# ARTICLES OF INCORPORATION

for

**IntelliBee School, Inc.**

A FLORIDA NOT FOR PROFIT CORPORATION

2005 FEB 21 P 1:05

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a not for Profit Corporation pursuant to Chapter 617, Florida Statutes ("Florida Not For Profit Corporation Act"), adopts the following articles of incorporation and states as follows:

## **Article I**

### **Name**

The name of the corporation shall be: **IntelliBee School, Inc.**

## **Article II**

### **Principle Office**

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

1940 Bay Drive Suite #11  
Miami Beach, Florida 33141

## **Article III**

### **Purpose and Objectives**

This Corporation is a non-profit public benefit corporation and is not organized for the private gain of any person. This corporation is organized exclusively for any lawful purpose to retain non-profit status as set forth in the most current Internal Revenue Code, and to act and operate exclusively as a non-profit corporation pursuant to the laws of the state of Florida, its municipalities, county governments, and the United States.

The primary purpose and objectives of this corporation shall include, but not be limited to the following:

To build and operate a school where a new educational method developed by Professor Armando Elias entitled the IntelliBee Educational System shall be implemented. The IntelliBee Educational System is a new concept as it educates individuals through all phases of life. This system provides an arrangement of all the knowledge there is in a logical order that encompasses every facet of physical and emotional aspects, to include all sciences and arts.

**Article IV**  
**Manner of Election**

The business and affairs of the Corporation shall be managed by or under the direction of the Board of Directors. In accordance with the bylaws, Directors shall be elected.

**Article V**  
**Initial Directors/Officers**

The name, address, and title of the initial Board of Directors of this corporation are:

Name	Address	Position
Armando Elias	1940 Bay Drive Apt# 11 Miami Beach, Florida 33141	President
Marianne Weiss	1940 Bay Drive Apt# 5 Miami Beach, Florida 33141	Vice-President
Lilian Elias	1940 Bay Drive Apt# 11 Miami Beach, Florida 33141	Secretary
Cecilia Sanchez	10744 SW 88 Street Miami, Florida 33176	Director
Marisol Messir	6944 NW 113 Place Doral, Florida 33178	Director

**Article VI**  
**Registered Office and Agent**

The street address of the initial registered office of the corporation is, 1940 Bay Drive, Suite# 11, Miami, Florida 33141 and the name of its initial registered agent at such address is Armando Elias.

## **Article VII**

### **Purpose**

Said organization 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 corresponding section of any future federal tax code).

## **Article VIII**

### **Nonprofit Capitalization**

No part of the income of the corporation shall inure to the benefit of any member, trustee, officer or director of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation in connection with furtherance of its purposes and no member trustee, director or officer of the Corporation or any private person shall be entitled to share in the distribution of any of the Corporate assets on dissolution of the Corporation.

## **Article IX**

### **Member Liability**

The private property of this Corporation's members, directors or officers shall not be subject to the payment of Corporation debts to any extent whatsoever. No director or officer shall be liable for relying in good faith upon the books or account or reports made to the Corporation by any of its officials, members or by an independent accountant selected by the Board of Directors or by any committee so designated by the Corporation, or in relying in good faith upon any other records of the Corporation.

## **Article X**

### **Activities Prohibited**

No substantial part of the activities of the Corporation shall be 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 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 of 1954 (or corresponding section of any future federal tax code) or (b) by a corporation, contributions to which are deductible under section 170(c)(3) of the Internal Revenue Code of 1954 (or corresponding section of any future federal tax code).

FILED

2005 FEB 21 P 1:05

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Article XI  
Dissolution**

Upon dissolution of the Corporation, the Corporation shall, after paying or making provision for the payment of the debts and obligations of the Corporation, distribute the remaining assets and property (after necessary expenses thereof) to such organizations as shall qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1954, as named. Any such assets not disposed of shall be disposed by the Circuit Court of the county in which the principle office of the Corporation is located, exclusively for such purposes or to such organizations as said Court shall determine, which are organized for such purposes as qualify them as exempt organizations.

**Article XII  
Incorporator**

The name and address of the Incorporator is as follows:

Terrance T. Wilder  
10165 USA Today Way  
Miramar, Florida 33025

**Article XIII  
Effective Date and Duration**

The effective date of the corporation is March 1, 2005. The duration of the corporation is perpetual.

\*\*\*\*\*

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 appointment as registered agent and agree to act in this capacity.

Armando Elias  
Armando Elias, Registered Agent

1/27/05  
(Date)

Terrance T. Wilder  
Terrance T. Wilder, Incorporator

1/27/05  
(Date)