

105000001874

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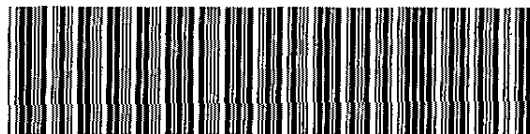
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DIVISION OF CORPORATIONS  
05 FEB 14 AM 7:54

105000001874

## TRANSMITTAL LETTER

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

SUBJECT: Overachievers, 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: Nicholas Manzoli  
Name (Printed or typed)

12472 Lake Underhill Rd. #159  
Address

Orlando, FL 32828  
City, State & Zip

(407) 619-2648  
Daytime Telephone number

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

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DIVISION OF CORPORATIONS

05 FEB 14 AM 7: 54

Articles of Incorporation  
Of  
Overachievers, Inc.

We, the undersigned, for the purpose of forming a corporation under and pursuant to Chapter 617 Florida Statutes, do hereby associate ourselves together as a body corporate and adopt the following Articles of Incorporation.

Article I

The name of the corporation shall be Overachievers, Inc.

Article II

Overachievers, Inc.  
12472 Lake Underhill Rd. #159  
Orlando, FL 32828

Article III

This corporation is organized exclusively for charitable and educational purposes, more specifically, to begin a program operated by college students, for the benefit of those students applying to a college and seeking a higher acceptance rate. Distribution of information relevant to and concerning post-secondary education, interactive seminars, and academic advising will be the foundation. Scholarship programs to those in need will be secondary and dependent on resources. Information on success/failure rates of those students involved with programs will be recorded and used to study the theory that those within the collegiate educational system are best prepared to advise about the given system.

Article IV

The management of the corporation shall be vested in a Board of Directors. The number of persons constituting the Board shall be fixed by the Bylaws to be adopted at the first meeting of the Board of Directors, and may be altered by amending the Bylaws.

The Bylaws shall also fix the term of office and qualifications of the Board members. Directors will be appointed by a simple majority vote of the current Board and notified of the nomination which remains active for seven (7) days.

Article V

The initial Registered Agent's name and address for Overachievers, Inc. are as follows:

Lynn J. Manzoli  
25 N. Country Club Drive  
Crystal River, FL 34429

**Mail To:** Overachievers, Inc.  
12472 Lake Underhill Rd. #159  
Orlando, FL 32828

Article VI

The Incorporator's name and address for Overachievers, Inc. are as follows:

Nicholas Manzoli  
25 N. Country Club Drive  
Crystal River, FL 34429

**Mail To:** Overachievers, Inc.  
12472 Lake Underhill Rd. #159  
Orlando, FL 32828

Article VII

The corporation shall not afford pecuniary gain, incidentally or otherwise, to its members, directors, or officers, except that the corporation shall be authorized to make reasonable allowance in payment for actual expenditures incurred or services rendered for or on behalf of the corporation.

Article VIII

The duration of the corporation existence shall be perpetual.

Article IX

The corporation shall have and exercise any and all powers, rights and privileges which a corporation organized under Chapter 617 of the Florida Statutes bylaw may now or hereafter have or exercise. Notwithstanding any provision of Florida or any other law, the corporation and its directors, officers, and other agents shall conduct no activities not permitted to be conducted by an organization exempt from taxation under Section 501 (c) (3) of the Internal Revenue Code of 1954 as amended.

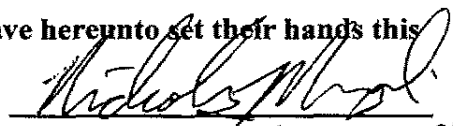
Article X

The members of the corporation shall have no personal liability for obligations of the corporation.

Incorporator

In Witness Whereof, the undersigned have hereunto set their hands this

Date: 02/9/05

  
FDC exp 02/29/07  
Nicholas Manzoli, Incorporator

STATE OF FLORIDA

County of ORANGE

The foregoing instrument was acknowledged before me this 02/09/05 by: Nicholas MANZOLI



Doreen Taylor-Smith  
My Commission DD331116  
Expires June 09, 2006

Doreen Taylor-Smith  
Notary Public



Doreen Taylor-Smith  
My Commission DD338091  
Expires June 09, 2006

Registered Agent

*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.*

Lynn Manzoli

Lynn Manzoli, Registered Agent

Date: 2-3-05

FILED  
05 FEB 14 AM 7:54  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

STATE OF FLORIDA

County of Citrus

The foregoing instrument was acknowledged before me this 3<sup>rd</sup> of February 05 by  
Lynn Manzoli

Notary Public

Jocelynn Lanier



Jocelynn Lanier  
My Commission DD342778  
Expires August 01 2008