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(Requestor's Name)

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(Business Entity Name)

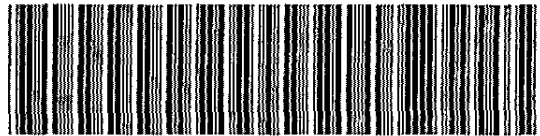
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C.L. 3-12

TRANSMITTAL LETTER

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

SUBJECT: Rainbow After School Outreach Center, Inc.

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for \$87.50 to cover the cost of the filing fee, certified copy and a certificate of status for the above named corporation.

Please feel free to contact me if you have any questions.

Kimberly English  
1425 W. Orange Blossom Trail  
Apopka, FL 32712  
(407) 739-0556

Respectfully yours,

Kimberly English

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FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLES OF INCORPORATION

OF

RAINBOW AFTER SCHOOL OUTREACH CENTER, INC.

The undersigned, being of legal age and competent to contract, for the purpose of organizing a non-profit corporation pursuant to the laws of the State of Florida, do hereby state the Articles of Incorporation of RAINBOW AFTER SCHOOL OUTREACH CENTER, INC., in their entirety, and adopt the following Articles of Incorporation and agree and certify as follows:

### ARTICLE I NAME

RAINBOW AFTER SCHOOL OUTREACH CENTER, INC.

(Hereinafter a non-profit corporation)

### ARTICLE II PRINCIPAL PLACE OF BUSINESS

1425 W. Orange Blossom Trail  
Apopka, Florida 32712

The property and assets of this corporation are irrevocably dedicated to Charitable, Educational and Literary purposes.

### ARTICLE III PURPOSE

The purpose of Rainbow After School Outreach Center, Inc., is designed to help the after school students to improve academic skills in reading and math. The program is also designed to give students a better self esteem through sports and the arts. During the summer, the program will provide tutoring, computer classes, math classes, art classes, karate classes, music classes and dance classes. Programs of activity are planned for disabled students in speech therapy and behavior therapy. The mentoring program will consist of 16 volunteers to help mentor the students, along with family literacy training, parenting classes, GED classes and computer training classes. The organization is organized exclusively for educational, charitable and literary purposes.

ARTICLE IV  
MEMBERSHIP

There is no membership in this organization.

ARTICLE V  
REGISTERED AGENT AND OFFICE

The Registered Agent for Rainbow After School Outreach Center, Inc., is  
Ms. Kimberly English whose  
address is at 1425 W. Orange Blossom Trail,  
Apopka, Florida 32712

ARTICLE VI  
BOARD OF DIRECTORS

This Corporation shall have three (3) or more directors. The number of directors may be either increased or diminished from time to time as provided in the By-Laws of the Corporation. The names and street addresses of the directors of this Corporation are as stated below. The manner in which directors are elected or appointed is as stated in the By-Laws of the Corporation.

Kimberly English, President/CEO  
1425 W. Orange Blossom Trail  
Apopka, Florida 32712

Gloria White  
26 Lincoln Avenue  
Orlando, FL 32810

Velma Wynn  
P.O. Box 38  
Zellwood, FL 32798

Lovetty Scott  
907 Scott Avenue  
Sanford, Florida 32771

Janie Willis  
345 W. 14<sup>th</sup> Street  
Apopka, Florida 32703

ARTICLE VII  
INDEMINIFICATION

In addition to any rights and duties under applicable law, the Corporation shall indemnify and hold harmless all its directors, officers, employees and agents and former directors, officers, employees and agents from and against all liabilities and obligations, including attorneys' fees, incurred in connection with any actions taken or failed to be taken by said directors, officers, employees and agents in their capacity as such except for willful misconduct and gross negligence.

ARTICLE VIII  
BYLAWS

Except as otherwise provided by law, the power to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors.

ARTICLE IX  
DISSOLUTION

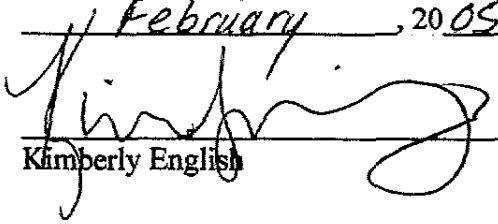
Upon the dissolution of the Corporation, the Board of Directors shall after paying or making provision for the payment of all the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purpose of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational or literary purposes as shall at the time qualify as an exempt organization or organizations under Section 501C3 of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of the city or 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 X  
INCORPORATOR

The name and address of the Incorporator is:  
Kimberly English  
1425 W. Orange Blossom Trail  
Apopka, Florida 32712

IN WITNESS WHEREOF, the undersigned, being the incorporator hereinbefore named, for the purpose of forming a for profit corporation pursuant to the laws of the State of Florida to do business both within and without the State of Florida, do hereby make and file these Articles of Incorporation declaring and certifying that the facts stated herein are true and do hereby subscribe thereto and hereunto set his hand and seal this 16<sup>th</sup> day of

February, 2005.

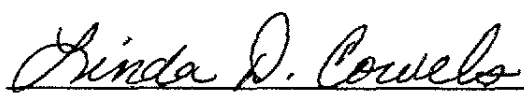
  
\_\_\_\_\_  
Kimberly English

STATE OF FLORIDA )

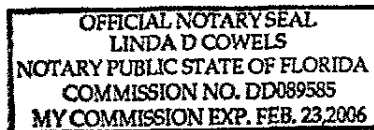
COUNTY OF SEMINOLE )

BEFORE ME, a Notary Public authorized to take acknowledgements in the state and county set forth above, personally appeared Kimberly English, personally known to me or provided identification \_\_\_\_\_, to be the person who executed the foregoing Articles of Incorporation, and she has acknowledged before me that she has executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 16<sup>th</sup> day of February, 2005.

  
\_\_\_\_\_  
NOTARY PUBLIC

My Commission Expires:



**CERTIFICATE OF DESIGNATION OF REGISTERED  
AGENT/REGISTERED OFFICE**

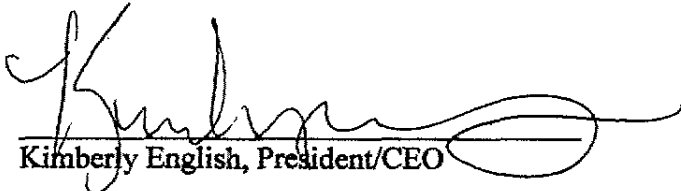
Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of Florida submits the following statements in designating the registered officer/registered agent, in the State of Florida.

1. The name of the corporation is: Rainbow After School Outreach Center, Inc.

The name and address of the registered agent and office is:

Kimberly English  
1425 W. Orange Blossom Trail  
Apopka, Florida 32712

**HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNED 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 PROVISION OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY DESIGNATION OF REGISTERED AGENT.**

  
Kimberly English, President/CEO

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA