

N/05000003508

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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MAIL

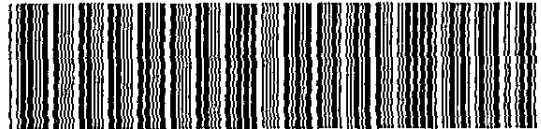
(Business Entity Name)

(Document Number)

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

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05 OCT 14 PM 1:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ASR  
10/17/05



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

September 29, 2005

ROSETTA WILLIAMS  
5401 SW 21 ST.  
HOLLYWOOD, FL 33023

SUBJECT: THE BREAKTHROUGH TUTORIAL SERVICES, INC.  
Ref. Number: N05000003508

Memo #: 61205-B

This letter is to inform you that your check number 134 for \$155.00, which was dated August 16, 2005 and submitted for THE BREAKTHROUGH TUTORIAL SERVICES, INC. has been returned to us by your bank because of NONSUFFICIENT FUNDS.

We are notifying you because our records indicate that the paperwork for THE BREAKTHROUGH TUTORIAL SERVICES, INC. has not been filed and was returned to you because of deficiencies in the document. If you send the document back to us to be filed, be sure to enclose a cashier's check or money order in the amount of \$170.00. This will cover the unpaid check and also the service fee required by law under section 215.34, Florida Statutes.

When sending the cashier's check or money order, please indicate that it is a replacement for the returned check mentioned above. Also, please include in your response the Debit Memo number given above. Send your response to:

Division of Corporation  
Attn: ANNETTE RAMSEY  
P.O. Box 6327  
Tallahassee, FL 32314

If you have any questions you may contact me at (850) 245-6900.

Melinda Lilliston  
Administrative Assistant  
Bureau of Commercial Recording

TRANSMITTA LETTER

AUGUST 15, 2005

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
P.O. BOX 6327  
TALLAHASSEE, FL 32314

SUBJECT: BREAKTHROUGH TUTORIAL SERVICE, INC.

ENCLOSED ARE AN ORIGINAL AND ONE (1) COPY OF THE AMENDED ARTICLES OF  
INCORPORATION AND A CHECK FOR:

(35.00)

FROM: ROSETTA WILLIAMS  
5401 SW 21 STREET  
HOLLYWOOD, FL 33023

(954) 894-7768

TO: ANNETTE RAMSEY

DATE: 9/29/05

SUBJECT: N05000003508 – THE BREAKTHROUGH TUTORIAL  
SERVICES, INC.

PLEASE ATTACH MY DEBIT MEMO LETTER TO YOUR REJECT LETTER  
AND WRITE "VOID" THRU THE VALIDATION, AS MONIES ARE NO GOOD.

THANK YOU,



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

August 25, 2005

Rosetta Williams  
5401 SW 21 Street  
Hollywood, FL 33023

SUBJECT: THE BREAKTHROUGH TUTORIAL SERVICES, INC.  
Ref. Number: N05000003508

We have received your document for THE BREAKTHROUGH TUTORIAL SERVICES, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Our records indicate the current name of the entity is as it appears on the enclosed computer printout. Please correct the name throughout the document.

Please return 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) 245-6907.

Annette Ramsey  
Document Specialist

Letter Number: 705A00053874

RECEIVED  
05 SEP 12 AM 8:00  
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

September 13, 2005

Rosetta Williams  
5401 SW 21 Street  
Hollywood, FL 33023

SUBJECT: THE BREAKTHROUGH TUTORIAL SERVICES, INC.  
Ref. Number: N05000003508

We have received your document for THE BREAKTHROUGH TUTORIAL SERVICES, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please sign your name on the signature line provided on the last page of your document.

If you have any questions concerning the filing of your document, please call (850) 245-6907.

Annette Ramsey  
Document Specialist

Letter Number: 205A00056458

**ARTICLES OF AMENDMENT  
OF  
THE BREAKTHROUGH TUTORIAL SERVICE, INC.**

FILED  
05 OCT 14 PM 1:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to provisions of section 617,1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

**FIRST**

**ARTICLE 11  
(Address of Corporation)**

The principal place of business address of this corporation shall Be 520 NW 165<sup>th</sup> street Rd., Suite 110 Miami, Fl 33169 and at such other points in the United States and foreign countries as may, from time to time, be authorized by the Board of Directors.

**ARTICLE 111  
Subscriber**

The name and residence address of the subscriber of this corporation is as follow

CHERMONA FRANCOIS  
520 NW 165<sup>TH</sup> STREET RD., SUITE 110  
MIAMI, FL 33169

**ARTICLE IV  
(Not for Profit)**

The corporation is a corporation not-for-profit as defined in Chapter 617, Florida Statutes, in that it is not formed for pecuniary profit and no part of the income or assets of the Corporation is distributed to or for the benefit of its Members, Directors or Officers; except to the extent permissible under the law and under Section 501 C 3 of the United States Internal Revenue Code of 1986.

**ARTICLE V  
(Registered Office and Agent)**

The street address of the Registered Office of the Corporation is 520 NW 165 th Street Rd., Suite 110 Miami, Fl 33169 and the name of its Registered Agent at that address is: Chermona Francois.

**ARTICLE VI  
(Purposes)**

The Corporation is organized and shall be operated exclusively for Charitable, 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 the corresponding section of any future federal tax code.

Solely for the above purposes, but not by way of limitation, the Corporation is empowered to:

**SECTION 1.** Exercise all the powers conferred by law upon corporations not for profit, including without limiting the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitations as to its amount or value, and to hold, invest, reinvest, manage, use apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein:



**ARTICLE VII**  
**(Qualifications and Limitations)**

**SECTION 1:** No part of the net earnings of the Corporation shall inure to the benefit of or be distributed to its Members, Trustees or Officers; except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article VI hereto.

**SECTION 11:** No substantial part of the activities of the corporation shall be the carrying o 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 or in opposition to 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, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any federal tax code.

**SECTION 111:** The territory in which the Corporation's operations are principally to be conducted is the United States of America; the Corporation also may conduct operations in foreign countries, subject, however, to the laws of the State of Florida.

**SECTION IV:** Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(C)3 of the Internal Revenue Code, or the corresponding provisions of any future federal tax Code, as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by the Court of Competent Jurisdiction of the 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 VI**  
**(Member)**

The Corporation shall have voting members who shall be elected (and may be removed) by the voting members and shall have all the rights and privileges of members of the Corporation. The bylaws may provide for one or more classes of voting members. The bylaws may also provide for nonvoting members of one or more classes. Voting members and nonvoting members shall be admitted in such a manner and shall have such rights and privileges as are set forth in the bylaws of the Corporation. The members shall not be personally liable for the debts of the corporation.

**ARTICLE IX**  
**(Directors)**

The management of the Corporation shall be vested in a Board of Directors. The number of persons constituting the present Board of Directors is 5 (Five) the number of Directors may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less three (3) persons. The voting members of the Corporation shall elect the members of the Board of Directors, in accordance with the provisions set forth in the bylaws of the Corporation. The Board of Directors shall have the power to make, alter, amend, and rescind the corporation bylaws. The name and address of each present member of the Board of Directors of the Corporation are as follows:

| <b>NAME</b>                                   | <b>ADDRESS</b>                                       |
|---|--|
| Chermona Francois.....Executive Director..... | 520 NW 165 <sup>th</sup> Street Rd., Miami, Fl 33169 |
| Terry Joseph.....President.....               | 520 NW 165 <sup>th</sup> Street Rd., Miami, Fl 33169 |
| Ainsworth Smith.....V. President.....         | 520 NW 165 <sup>th</sup> Street Rd., Miami, Fl 33169 |
| Tanisha Edwards.....Secretary.....            | 520 NW 165 <sup>th</sup> Street Rd., Miami, Fl 33169 |
| Aliet Joseph.....Treasurer.....               | 520 NW 165 <sup>th</sup> Street Rd., Miami, Fl 33169 |
| Kawana Wheeler.....Trustee.....               | 520 NW 165 <sup>th</sup> Street Rd., Miami, Fl 33169 |

**ARTICLE X**  
**(Officers)**

The Corporation shall have the officers described in its articles of incorporation or its bylaws who shall be elected or appointed at such time and for such terms as is provided in the articles of incorporation or the bylaws. In the absence of any such provisions, all officers shall be elected or appointed by the Board of Directors annually. A duly appointed officer may appoint one or more officers or assistant officers if authorized by one of the officer's responsibility for preparing minutes of the directors' and members' meetings and for authenticating records of the corporation. The same individual may simultaneously hold more than one office in the corporation.

**ARTICLE XI  
(BYLAWS)**

The Bylaws of the Corporation are to be made and adopted by the Board of Directors, and may be altered, amended or rescinded by the Board of Directors.

**ARTICLE XII  
(INDEMNIFICATION)**

The Corporation shall indemnify its Directors, Officers, Employees, and agents in accordance with the Bylaws of the Corporation.

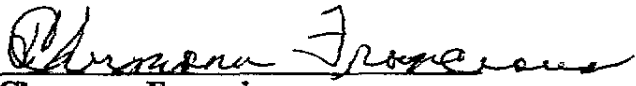
**ARTICLE XIII  
(AMENDMENT)**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Directors, and Officers are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Florida, as amended from time to time, unless more specific provisions for amendments are adopted by the Corporation pursuant to law, provided that any amendment will not adversely affect the status of the corporation as an organization qualifying under 501( C ) 3 of the Internal Revenue Code.

**ARTICLE XIV  
(DURATION)**

This duration (term) of the Corporation is perpetual.

**IN WITNESS WHEREOF**, the undersigned incorporate have hereunto set his hand and seal at Hollywood, State of Florida this \_\_\_\_ day of \_\_\_\_\_ 2005

  
Chermona Francois

STATE OF FLORIDA)

SS

COUNTY OF DADE )

**BEFORE ME**, a notary public authorized to take acknowledgements in the State and County set forth above, personally appeared, Chermona Francois known personally to me and known by me to be the person who executed the foregoing Articles of Incorporation, and acknowledge before me that she executed those Articles of Incorporation.

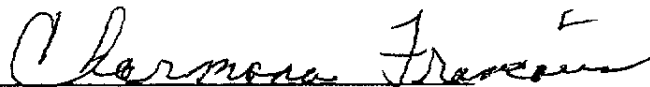
**IN WITNESS WHEREOF**, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid this \_\_\_\_\_ day of \_\_\_\_\_, 2005

\_\_\_\_\_  
NOTARY PUBLIC, STATE OF FLORIDA

My commission expires:

**ACCEPTANCE BY REGISTERED AGENT**

I hereby accept designation as Registered Agent of the above named corporation.

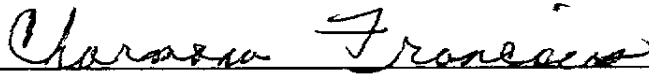
  
Chermona Francois

**SECOND:** The date of adoption of the amendments was: August 15, 2005

**THIRD** : Adoption of Amendment:

The amendments were adopted by the members and the number of votes cast for the amendment was sufficient for approval.

THE BREAKTHROUGH TUTORIAL SERVICE, INC.



Signature of Chairma

CHERMONA FRANCOIS

Typed or print name

PRESIDENT

AUGUST 15, 2005

Title

Date