N0500003543

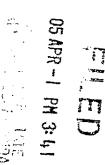
(Re	questor's Name)	
(Ad	dress)	
(Ad	dress)	
(Cit	y/State/Zip/Phone	e #)
PICK-UP	WAIT	MAIL
(Bu	siness Entity Nam	ne)
(Do	cument Number)	
Certified Copies	_ Certificates	of Status
Special Instructions to I	Filing Officer:	

Office Use Only



500049177175

04/01/05--01014--003 **80.00



TRANSMITTAL LETTER

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

SUBJECT: Youth Who	Achieve, Inc. (PROPOSED CORPORATI	ENAME – <u>Must inclui</u>	DE SUFFIX)
Enclosed is an original	and one(1) copy of the Articl	es 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 CO	PY REQUIRED
FROM:	Creah C. Orr Demps Name (Prin	nted or typed)	
	18932 Nest Fern Circle Address		
	Tampa, Florida 33647	tate & Zip	
	(813) 866-4402	Lip	

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

Daytime Telephone number

FILED ARTICLES OF INCORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit) 05 APR -1 PM 3: 41

TALLAHASSEE, FLORIDA

BY-LAWS OF Youth Who Achieve, Inc.

A NOT-FOR-PROFIT CORPORATION

ARTICLE I ORGANIZATION

The name of the organization shall be: Youth Who Achieve, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal office is located in Tampa, Florida. The principal mailing address is:

18932 Nest Fern Circle Tampa, Florida 33647

ARTICLE III PURPOSE

, se.

Youth Who Achieve, Inc. exists to enhance and empower the lives of underprivileged that have historically had a disadvantage of entering institutions of higher learning and exempt from elite social interaction. Youth Who Achieve, Inc. strives to improve youths through educational, social, and cultural awareness. The purpose of this organization is to encourage youth to become academically successful, socially acclimated, and college bound. By promoting academic excellence and enriching the lives of young people the hope of securing a college / post-secondary education is promising.

ARTICLE IV BOARD OF DIRECTORS

The business of this organization shall be managed by a Board of Directors consisting of 3 members, together with the officers of this organization. At least one of the

directors elected shall be a resident of the State of Florida and a citizen of the United States.

The directors to be chosen for the ensuing year shall be appointed by the President and Chief Executive Office of Youth Who Achieve, Inc. The selected directors / officer will serve for a term of 2 years.

The Board of Directors shall have the control and management of the affairs and business of this organization. Such Board of Directors shall only act in the name of the organization when it shall be regularly convened by its chairman after due notice to all the directors of such meeting.

(___75_%) percent of the members of the Board of Directors shall constitute a quorum.

Each director shall have one vote and such voting may not be done by proxy.

The Board of Directors may make such rules and regulations covering its meetings as it may in its discretion determine necessary.

Vacancies in the Board of Directors shall be filled by a vote of the majority of the remaining members of the Board of Directors for the balance of the year.

The President of the organization by virtue of his office shall be Chairman of the Board of Directors.

A director may be removed when sufficient cause exists for such removal. The Board of Directors may entertain charges against any director. The Board of Directors shall adopt such rules for this hearing as it may in its discretion consider necessary for the best interests of the organization. The Board of Directors shall serve without compensation.

The Board of Directors shall hire and fix the compensation of any and all employees, which they in their discretion may determine to be necessary for the conduct of the business of the organization.

ARTICLE V OFFICERS

The initial officers of the organization shall be as follows:

President: Creah C. Demps

18932 Nest Fern Circle Tampa, Florida 33647

Vice President: Mark A. Demps

18932 Nest Fern Circle Tampa, Florida 33647

Recording Secretary: Horace A. Orr

318 S. Ingraham Ave, Tavares, Florida 32778

FILED 05 APR - I PH 3:41

ARTICLE VI

MILLAHASSEE, FLORIDA

INITIAL REGISTERED AGENT AND STREET ADDRESS

Creah C. Demps

18932 Nest Fern Circle Tampa, Florida 33647

ARTICLE VII INCORPORATOR

Creah C. Demps 18932 Nest Fern Circle Tampa, Fl 33647

at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to ach in this capacity.

Signature/Registered Agent

Signature/Incorporator