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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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GIBBS LAW FIRM, P.A.

Attorneys and Counselors at Law

5666 SEMINOLE BOULEVARD, SUITE TWO
SEMINOLE, FLORIDA 33772

TELEPHONE: (727) 399-8300
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July 12, 2005

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

SUBJECT: Mustang Educational Foundation, Inc.

Dear Sirs:

Enclosed are an original and one copy of the articles of incorporation and a check for \$78.75 (filing fee and certified copy).

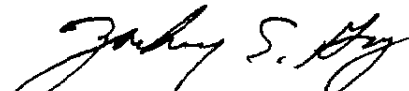
Once filed, please return the certified copy of the articles to:

Gibbs Law Firm, P. A.
5666 Seminole Boulevard
Suite 2
Seminole, FL 33772

If you have any further questions, please contact our office at (727) 399-8300.

Sincerely,

GIBBS LAW FIRM, P. A.



Zachary S. Gray

Articles of Incorporation
of
Mustang Educational Foundation, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as the incorporator of a corporation pursuant to Chapter 617 of the Florida Statutes, the Florida Not-For-Profit Corporation Act, adopts the following Articles of Incorporation for such corporation:

Article 1

The name of the corporation is MUSTANG EDUCATIONAL FOUNDATION, INC.

Article 2

The principle place of business and the mailing address of this corporation is 7777 62nd Avenue North, St. Petersburg, Florida 33709.

Article 3

The corporation is organized exclusively for religious, charitable, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future Federal tax code), including, for such purposes, but not limited to, engaging solely in activities which support or benefit the preschool, elementary, and secondary school activities of The Northside Baptist Church, Inc. of St. Petersburg.

Article 4

The method of election of directors shall be stated in the Bylaws of the corporation. The corporation shall have a minimum of three (3) directors. The names and addresses of the initial board of directors are:

Tim Hoelle	6300 - 7th Avenue North, St. Petersburg, Florida 33710
William Higman	290 Colony Point Road South, St. Petersburg, Florida 33705
David Henniger	5862 - 32nd Avenue North, St. Petersburg Florida 33710
Kevin Clifford	5426 - 20th Avenue North, St. Petersburg, Florida 33710

Article 5

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, officers, or other private persons, 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 tax-exempt purposes of the corporation set forth in Article 3.

Article 6

Upon the dissolution of the corporation, the Directors shall, after paying or making provision for payment of all of the liabilities of the corporation, distribute all of the assets of the corporation to The Northside Baptist Church, Inc. of St. Petersburg. If, however, The Northside Baptist Church, Inc. of St. Petersburg is not then in existence or no longer qualifies as an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future Federal tax code), then the assets of this corporation shall be distributed to a fund, foundation, or corporation that is organized and operated exclusively for religious, charitable, or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future Federal tax code).

Article 7

No substantial part of the activities of the corporation shall be the 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 or in opposition to any candidate for public office.

Article 8

The name of the incorporator of the corporation is Tim Hoelle and the address of the incorporator or the corporation is 7777 62nd Avenue North, St. Petersburg, Florida 33709.

Article 9

The street address of the initial registered office of the corporation is 7777 62nd Avenue North, St. Petersburg, Florida 33709 and the name of the initial registered agent of the corporation at the initial registered office is Dyrle Burkett.

Article 10


The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes, except that the corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

Article 11

The period of the duration of the corporation is perpetual unless dissolved according to law.

In Witness Whereof, the undersigned, being the incorporator of this corporation, has executed these Articles of Incorporation this fourth day of August, 2005.


FILED
05 AUG 10 PM 12:32


Tim Hoelle, Incorporator
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Acceptance By Registered Agent

Having been named as registered agent to accept service of process for the above named corporation at the place designated in these Articles, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

8-5-05
Date


Dyrle Burkett, Registered Agent