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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

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(Business Entity Name)

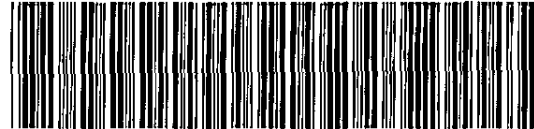
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Fee waived
sf / LS



July 28, 2005

Ms. Susan Payne
Florida Dept of State
Division of Corporations
409 East Gaines Street
PO Box 6327
Tallahassee, FL 32314

RE: Commit to be Fit Kids, Inc.

Dear Susan:

Thank you for your recent conversations with me and with Tony laquinto concerning the confusion surrounding the above named entity's filing status. We both appreciate your time and candor.

Enclosed please find executed Articles of Incorporation for Commit To Be Fit Kids, Inc. (a not for profit entity). Included with the executed articles is an affidavit certifying that the name Commit to be Fit Kids, Inc. is released for use by the successor organization and a certificate designating the agent for service of legal process for the new entity.

As we discussed, the State has agreed to waive the filing fees so we have not enclosed a check for filing fees, however we do require a copy of the certified articles so a check in the amount of \$8.75 is enclosed to have certified copies of the articles returned to my client. Please have your office forward the certified copies of the articles to the undersigned at the address noted below.

Again, thank you for your assistance in this matter. If you have any questions, please feel free to call me at (904) 346-0949.

Very truly yours,

A handwritten signature in black ink, appearing to read 'B. Sanchez-Salazar', is written over the typed name.

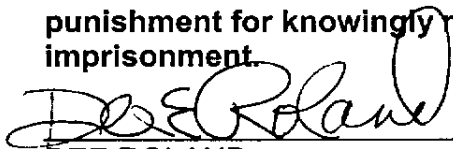
Barbara L. Sanchez-Salazar

AFFIDAVIT OF THE BOARD OF COMMIT TO BE FIT KIDS, INC.

We, the Board members of Commit to Be Fit Kids, Inc., being sworn, certify that the following information is true.

- o Commit to Be Fit Kids, Inc. ("C2BFK") was formed in the State of Florida on April 2, 2004.
- o C2BFK was mistakenly filed by the State of Florida as a "for profit" corporation.
- o Neither C2BFK's counsel nor the IRS agent handling the 501(c)(3) determination noticed the error.
- o C2BFK's counsel discovered the error when looking online for C2BFK's Annual Statement.
- o Representatives from the Florida Department of Corporations recognize their share of the mistakes made by all parties and have agreed to re-file C2BFK as a "not for profit" corporation without cost to C2BFK.
- o In order to re-file using the same corporate name, the Directors of C2BFK must agree to immediately release the corporate name, Commit to be Fit Kids, Inc.
- o Each of the Directors of C2BFK signing this document do hereby agree to immediately release the name, Commit to be Fit Kids, Inc so that it may be used to re-file the corporation as a not for profit entity in the State of Florida.

Each of us understand that we are swearing or affirming under oath to the truthfulness of the statements made in this Affidavit and that the punishment for knowingly making a false statement includes fines and/or imprisonment.


DEE ROLAND

7/28/05
DATE

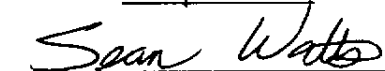
**STATE OF FLORIDA
COUNTY OF DUVAL**

Subscribed and sworn to before me by Ms. Dee Roland on the 28th day of July 2005.


Notary Public
My Commission Expires:



____ Personally Known to Me
☒ Produced Identification
A POOL Was Produced


SEAN WATTS

7-28-05
DATE

**STATE OF FLORIDA
COUNTY OF DUVAL**

ARTICLES OF INCORPORATION
OF
COMMIT TO BE FIT KIDS, INC.

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TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is Commit To Be Fit Kids, Inc., a not for profit corporation domiciled in the State of Florida.

ARTICLE II - ADDRESS

The address of the principal office and the mailing address of this Corporation is 3030 Oasis Street, Jacksonville, FL 32218

ARTICLE III - CAPITAL STOCK

This Corporation is not authorized to issue shares of stock; either common or preferred.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered agent of this Corporation is 4948 Glade Hill Street, Jacksonville, FL 32207 and the name of its initial registered agent at such address is Barbara L. Sanchez-Salazar.

ARTICLE V - INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of this Corporation shall be four and the name and address of each person who is to serve as a member thereof is:

Tony V. Iaquinto, 3030 Oasis Street, Jacksonville, FL 32218

Susan Beauchamp, 8245 Ashworth Court, Jacksonville, FL 32256

Sean Watts, 1502 N. Pearl Street, Jacksonville, FL 32206

Dee Roland, c/o Twin Lakes Academy Elementary, 8000 Point Meadows Drive,

Jacksonville, FL 32256. The manner of election of directors is as stated in the bylaws.

ARTICLE VI – INCORPORATORS

The names and addresses of the incorporators are Tony V. Iaquinto, 3030 Oasis Street, Jacksonville, FL 32218 and Susan Beauchamp, 8245 Ashworth Court, Jacksonville, FL 32256.

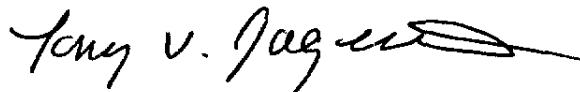
ARTICLE VII – EXEMPT PURPOSE

This Corporation is organized and operated exclusively for charitable purposes within the meaning Section 501(c)(3) of the Internal Revenue Code.

ARTICLE VIII – DISSOLUTION AND WIND UP

Upon winding up and dissolution of this corporation, after paying or adequately providing for debts and obligations of the Corporation, the remaining assets shall be distributed to a non-profit fund, foundation or corporation which is organized and operated exclusively for charitable, educational, religious, and or scientific purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 28 day of July, 2005.



Tony V. Iaquinto



Susan Beauchamp

Subscribed and sworn to before me by Mr. Sean Watts on the _____ day of _____ 2005.

Notary Public
My Commission Expires:

Personally Known to Me

Produced Identification
A _____ Was Produced

Susan Beauchamp
SUSAN BEAUCHAMP

7/28/05
DATE

**STATE OF FLORIDA
COUNTY OF DUVAL**

Subscribed and sworn to before me by Ms. Susan Beauchamp. on the 28 day of July 2005.

Felicia Vinyo
Notary Public
My Commission Expires:



Personally Known to Me

☒ Produced Identification
A Full Was Produced

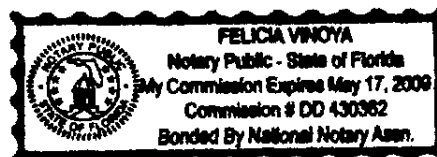
Tony V. Aquinto
TONY V. AQUINTO

July 28, 2005
DATE

**STATE OF FLORIDA
COUNTY OF DUVAL**

Subscribed and sworn to before me by Ms. Dee Roland on the 28 day of July 2005.

Felicia Vinyo
Notary Public
My Commission Expires:



Personally Known to Me

☒ Produced Identification
A Full Was Produced

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That Commit To Be Fit Kids, Inc. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Jacksonville, State of Florida, has named Barbara L. Sanchez-Salazar located at 4948 Glade Hill Street, City of Jacksonville, State of Florida, as its agent to accept service of process within Florida.


Incorporators

7-28-05
Date

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, Barbara L. Sanchez-Salazar hereby agrees to act in this capacity, and Barbara L. Sanchez-Salazar further agrees to comply with the provisions of all statutes relative to the proper and complete performance of her duties.


Barbara L. Sanchez-Salazar

7-28-05
Date

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TALLAHASSEE, FLORIDA