

NO6 000600727

(Requestor's Name)

1427 Silver Street
Tomball, TX 77304

(Address)

(City/State/Zip/Phone #)

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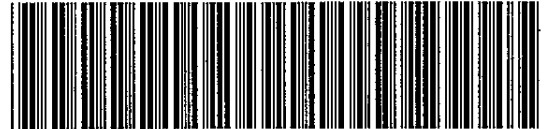
(Business Entity Name)

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1/25/06
12/27/05
12/27/05



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 29, 2005

DIALLO SEKOU
1427 SILVER STREET
JACKSONVILLE, FL 32204

SUBJECT: EASTPOINT GROUP, INC.
Ref. Number: W05000056827

We have received your document for EASTPOINT GROUP, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

An effective date may be added to the Articles of Incorporation if a 2006 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

Please return the original and one copy of 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) 245-6955.

Suzanne Hawkes
Document Specialist
New Filing Section

Letter Number: 205A00073916

ARTICLES OF INCORPORATION OF

ARTICLE I

NAME: The name of the corporation shall be
EASTPOINT GROUP, INC.

ARTICLE II

PURPOSE: The purpose for which this corporation is organized is the transaction of any and all lawful business for which a corporation may be formed under the laws of the State of FLORIDA.

Section 1. This Corporation is organized exclusively for charitable, religious and educational purposes, including for such purposes, the making of distributions to organizations of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Section 2. The Corporation shall design programs that will enrich, safeguard and strengthen the youth and the family unit; provide for the sanctity of the family, and the implementation of constructive community activities that will insure spiritual awareness and understanding among people within the community.

Section 3. The Corporation shall provide for and promote the education of the youth within the communities, to provide scholarships; to establish and implement programs to curb juvenile delinquency; and implement programs to prepare youths to become competent, confident and conscientious adults.

Section 4. The Corporation shall engage in charitable programs of donating clothes, toys, games, books, and sporting equipment to underprivileged children, and to organize, operate, for underprivileged children and for boys and girls, who, for various reasons, would not be privileged to use facilities intended to provide entertainment, instruction, recreational athletics, sports and other wholesome activities.

Section 5. The Corporation shall, within the guidelines of the Internal revenue code, receive and maintain real or personal property, or both, and, subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income in support of the purposes herein, and the maintenance thereof.

Section 6. No part of the earnings of the Corporation shall inure to the benefit of any member, director or officer of the corporation, or any other person (except that the Corporation may pay reasonable compensation for services rendered to or on behalf of the Corporation and make other payments and distributions in furtherance of one or more of its purposes), and no member, director or officer of the Corporation, or any other person shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

Section 7. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or other wise attempting to influence legislation. The Corporation shall not participate, directly or indirectly, 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.

Section 8. Notwithstanding any other provisions of these Articles, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from federal income tax under Section 501(c) (3) of the Internal Revenue Code of 1954, as amended, and Treasury Regulations there under as they now exist or they may hereafter be amended.

Section 9. The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax or undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax law.

Section 10. The Corporation shall not engage in any act of self-dealing as defined in Section 4941 (d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

Section 11. The Corporation shall not retain any excess business holdings as defined in Section 4943 (c) of the Internal Revenue code of 1954, or corresponding provisions of any subsequent federal tax laws.

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Section 12 The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

Section 13 The Corporation shall not make any taxable expenditures as defined in Section 4945 (d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

ARTICLE III

POWERS

In order to accomplish the purposes and to attain the objects for which this Corporation is formed and for which the funds and property of this Corporation shall be handled, administered, operated and distributed as hereinabove set forth, the Corporation, its officers and directors, shall possess and exercise all powers, authorities and privileges granted by and under the laws of the State of Florida not inconsistent with the requirements for exemption under Section 501 (c) (3) of the Internal Revenue Code of 1954 and Treasury Regulations as they now exist or as they may hereafter be amended and including, but not by way of limitation, the following powers, authorities and privileges:

Section 1. To accept, acquired, receive, take and hold by devise, grant, gift, purchase, exchange, lease, transfer, judicial order or decree, or otherwise, for any of its objects and purposes, any property, both real and personal, of whatever kind, nature or description and wherever situated.

Section 2. To sell, exchange, convey, mortgage, lease, transfer or otherwise dispose of any such property, both real and personal as the objects and purposes of the Corporation may require, subject to such limitations as may be prescribed by law.

Section 3. To borrow money and from time to time, make accept, endorse, execute and issue bonds, debentures, promissory notes, bills of exchange, or other obligations of the Corporation for monies borrowed or in payment for property acquired or for any of the other purposes of the Corporation, and to secure the payment of any such obligations by mortgage, pledge, deed, indenture, agreement, or other instrument of trust, or by other lien upon, assignment of, or agreement in regard to all or any part of the property, rights or privileges of the Corporation wherever situated, whether now owned or hereafter to be acquired.

Section 4. To invest and reinvest its fund in such stock, common or preferred, bonds, debentures, mortgages, land and other real estate, or in such other securities and property as its Board of Directors shall deem advisable, subject to the limitations and conditions contained in any bequest, devise, grant or gift, provided such limitations and conditions are not in conflict with the provisions of Section 501(c) (3) of the Internal Revenue Code and its regulations as they now exist or they may hereafter be amended.

Section 5. In general, and subject to such limitations and conditions as are or may be prescribed by law, to exercise such other powers which now are or hereafter may be conferred by law upon a corporation organized for the purposes hereinabove set forth, or necessary or incidental to the powers so conferred, or conducive to the attainment of the purposes of the Corporation, subject to further limitation and condition that, notwithstanding any other provisions of these Articles, only such powers shall be exercised as are in furtherance of the Federal income tax exempt purposes of the Corporation and as may be exercised by an organization exempt under Section 501 (c) (3) of the Internal Revenue Code and its Treasury Regulations as they now exist or as they may hereafter be amended and by an organization, contributions to which are deductible under Section 170 (c) (9) of such Code and Regulations as they now exist or as they may hereafter be amended.

ARTICLE IV

INITIAL BUSINESS: The corporation initially intends to engage in the business of establishing academic performance standards consistent with the philosophy and design of the Afrikan-centered Curriculum as defined by the board of directors.

ARTICLE V

DURATION: The duration of this corporation shall be perpetual.

ARTICLE VI

BOARD OF DIRECTORS AND INCORPORATORS: The initial Board of Directors shall consist of the Directors who are the incorporators. The names and addresses of the incorporators and the persons who are to serve as Directors until the organizational meeting of Stockholders, or until their successors are elected and qualified, are:

Diallo-Sekou 1724 Silver St. Jacksonville, Fl. 32206

Bob Flowers 1724 Silver St Jacksonville, Fl. 32206

Janet Payne 3224 N. LEE St. Jacksonville, Fl. 32209

Malachi Beyah P.O. Box 12104 Jacksonville, Fl. 322109

Malikah Hameen 816 Fourteenth Ave. S. 32250

ARTICLE VII

NUMBER OF DIRECTORS: The number of persons to serve on the Board of Directors shall be fixed by the By-Laws, but in no case shall the number be less than 3 or more than 9. The Directors need not be Stockholders of the Not for Profit Corporation unless so required by the By-Laws. The Board of Directors shall be elected by the President at their annual meeting to be held on the 1st of December each year, or such other day as the By-Laws may provide, and shall hold office until their successors are respectively elected and qualified. The By-Laws shall specify the number of Directors necessary to constitute a quorum. The Board of Directors may elect such officers as the By-Laws may specify, who shall, subject to the provisions of the Statutes, have such titles and exercise such duties as the By-Laws may provide. The Board of Directors is expressly authorized to make, alter or repeal the By-Laws of this Corporation or any Article therein.

ARTICLE VIII

PRIVATE PROPERTY: The private property of the Directors, Officers, employees and/or agents of the Corporation shall be forever exempt from all corporate debts of any kind whatsoever.

ARTICLE IX

INDEMNIFICATION OF OFFICERS AND DIRECTORS: The Corporation shall indemnify every Director and Officer, or his or her heirs, executors and administrators, against expenses reasonably incurred by him or her in

connection with any action, suit or proceeding to which he or she may be a party by reason of him or her being, or having been, a Director or Officer of the Corporation except in relation to matters as to which he or she shall be finally adjudged in such action, suit or proceeding to be liable for negligence or misconduct. In the event of a settlement, indemnification shall be provided only in connection with such matters covered by the settlement as to which corporation is advised by counsel that the person to be indemnified did not commit such a breach of duty. This right of indemnification shall not be exclusive of other rights to which he or she may be entitled. As used in this Article, expenses shall include amounts of judgments, penalties or fines rendered or levied against such Officer or Director and the amounts paid in settlement by him or her in such settlement shall have been approved by the Board of Directors of the Corporation.

ARTICLE X

REGISTERED OR STATUTORY AGENT: The name of the registered agent and the registered office are:

Diallo-Sekou
1724 Silver St. Jacksonville, FL 32206
(Street address - Registered Office)

Registered address is same as Principle

ARTICLE XI

FISCAL YEAR: The fiscal year of the Corporation shall be from January 1 to December 31 of each year.

IN WITNESS WHEREOF, we have set our hands this 19th day of December, 2005.


(SIGNATURE OF INCORPORATOR)

(SIGNATURE OF INCORPORATOR)

(SIGNATURE OF INCORPORATOR)

(SIGNATURE OF INCORPORATOR)

ACKNOWLEDGMENT

STATE OF _____)
)ss
COUNTY OF _____)

ON THIS _____ day of _____, _____, before me, the undersigned Notary Public, personally appeared _____

known to me as the persons whose names are subscribed to the foregoing Articles of Incorporation and acknowledge that they execute the same for the purposes therein contained.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

MY COMMISSION EXPIRES: 2-24-08

Carolyn E. Williams

(SIGNATURE - NOTARY PUBLIC)

