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Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
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SECRETARY OF STATE
TALLAHASSEE, FL 32399

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FLORIDA PROFIT/NON PROFIT CORPORATION

DR. BARBARA SENIORS HARKINS FOUNDATION, INC.

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J. Shivers JAN 31 2006

ARTICLES OF INCORPORATION OF
Dr. Barbara Seniors Harkins Foundation, Inc.

ARTICLE I

NAME OF CORPORATION

The name of the corporation is Dr. Barbara Seniors Harkins Foundation, Inc.

ARTICLE II

DURATION

The corporation shall begin its existence upon the filing of these articles of incorporation with the secretary of State and shall exist perpetually.

ARTICLE III

PURPOSES

The corporation is organized to provide scholarship programs that will enable students graduating from local high schools in Miami Dade County Florida to continue their education. Provide educational opportunities for young boys and girls in the arts and training for jobs in any field of study. The mission statement is Stretching One's Mind to A New Dimension, Through Education and is organized under the Internal Revenue Code 501 (c) (3) of the Internal Revenue Code. (All references in these articles of incorporation to provisions of the Internal Revenue Code of 1986, as amended, and to the corresponding provisions of any subsequent federal tax laws.) The specific purposes and objectives of the corporation shall include, but not be limited to the operation of a facility to help high school students to become productive citizens through education.

ARTICLE IV

MEMBERS

The corporation shall have no capital stock and may have such classes of nonvoting members as may be prescribed by its bylaws from time to time. The designation of each class and their manner of election or appointment, qualifications, tenure, terms of membership, rights, powers, privileges, and immunities shall be as stated in the bylaws from time to time.

Charles L Jones
Jba Accounting, Inc.
9900 SW 168 Street # 9
Miami FL 33157 (305) 251-6820

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TALLAHASSEE, FLORIDA

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT AND MAILING
ADDRESS

The street address of the corporation's initial registered office and the corporation's mailing address shall be 9900 SW 168th Street Suite 9, Miami Fl 33157, and the corporation's initial registered agent at such address shall be Elisia Harkins.

ARTICLE VII
POWERS: RESTRICTIONS ON POWERS

In furtherance of the purposed and objectives set forth in Article III, and subject to the restrictions set forth in this Articles VII, the corporation shall have and may exercise all of the powers now or hereafter conferred upon non-profit corporations organized under the laws of the state of Flor.da. Notwithstanding any other provision of these articles of incorporation, the corporation shall not carry on any activity that would cause the corporation not to be an organization described in both sections 501 (c) (3) and section 170 (c) (2) of the Internal Revenue Code. Upon dissolution of the corporation, all corporate assets remaining after the payment of or provision for all its liabilities shall be transferred to one or more organizations described in both section 501 (c) (3) and section 170 (c) (2) of the Internal Revenue Code. in furtherance of the purposed and objectives set forth in Article III. The organizations to receive such assets shall be designated by the Board of Trustees.

ARTICLE VIII
BOARD OF TRUSTEES

The management of the corporation shall be vested in a Board of Directors/Trustees, except as otherwise provided in the Florida Not for Profit Corporation Act, these articles of incorporation, or the bylaws of the corporation. The number of Directors, their classification (if any), their terms of office and the manner of their election or appointment shall be determined according to the bylaws of the corporation as in effect from time to time. The initial Board of Directors / Trustees are:

Elisia Harkins, President
13360 SW 266 Street
Naranja Fl 33032

Charles L Jones, Vice President
16911 SW 108 Avenue
Miami Fl 33157

Ora B. Jones, Secretary
16911 SW 108 Avenue
Miami Fl 33157

Elisia Harkins, Treasury
13360 SW 266 Street
Naranja Fl 33032

Rodester Brandon, Trustee
2118 NE 40 Avenue
Homestead Fl 33030

Charlene Brandon, Trustee
2118 NE 40 Avenue
Homestead Fl 33030

Ruthie Williams, Trustee
13360 SW 266 Street
Naranja Fl 33032

Debra Daniels, Trustee
13360 SW 266 Street
Naranja Fl 33032

Freddie Johnson, Trustee
13360 SW 266 Street
Naranja Fl 33032

Phyllis Fulton, Trustee
13360 SW 266 Street
Naranja Fl 33032

ARTICLE IX
INDEMNIFICATION

The corporation shall indemnify any officer, director, or former officer or director to the full extent permitted by law.

ARTICLE X
AMENDMENT

The corporation reserves the right to amend or repeal any provision contained in these articles of incorporation or any amendment hereto according to the by laws of incorporation or any effect from time to time. Any right conferred upon the member is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 30th day of January 2006.

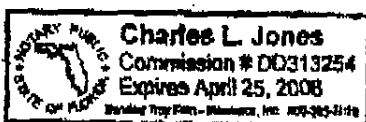
Elisia Harkins
Elisia Harkins

STATE OF FLORIDA)

: SS.:

COUNTY OF MIAMI DADE)

The foregoing instrument was acknowledge before me this 30 day of January 2006, by Elisia Harkins, incorporator, who is personally known to me.



Charles L. Jones
Charles L. Jones
Notary Public

DESIGNATION AND ACCEPTANCE
OF REGISTERED AGENT

In pursuance of Section 48.091 and Chapter 607, Florida statutes, Dr. Barbara Seniors Harkins Foundation, Inc. desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation at 9900 SW 168 Street Suite 9, Miami Florida 33157 has named Elisia Harkins as its agent to accept service of process within this state at the above address.

Elisia Harkins
Elisia Harkins

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the place designated above, I hereby accept to act in this capacity and agree to comply with the provisions of the laws of the State of Florida applicable thereto.

Elisia Harkins
Elisia Harkins, Registered Agent

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