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# FLORIDA PROFIT/NON PROFIT CORPORATION

Dare Not Walk Alone Charitable Foundation, Inc.

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2/3/2006

# TRANSMITTAL LETTER

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

SUBJECT: Dare Not Welk Alone Charitable Foundation, Inc.					
	(PROPOSED CORPORATI	E NAME – MUST INCLUI	DE SUFFIX)		
Enclosed is an original and one(1) copy of the articles of incorporation and a check for:					
S70.00 Filing Fee	S78.75 Filing Fee & Certificate of Status	E \$78.75 Filing Fec & Certified Copy	S87.50 Filing Fee, Certified Copy & Certificate		
		ADDITIONAL CO	PY REQUIRED		
FROM: Daniela Balan, Legalzoom.com, Inc.					
Name (Printed or typed)					
7083 Hollywood Blvd. Ste. 180					
Address			<b>-</b>		
Los Angeles, CA 90028					
City, State & Zip					
	323.962.8600 x 218				

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

Daytime Telephone number

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#### ARTICLES OF INCORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit)

## ARTICLE I NAME

The name of the corporation shall be:

Dare Not Walk Alone Charitable Foundation, Inc.

## ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: P.O. Box 3792, Saint Augustine, FL 32085-3792

#### ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

Please see attached

#### ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

The method by which the directors of the corporation are elected or appointed will be stated in the bylaws.

### ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List name(s), address(es) and specific title(s):

Director: Jeremy Dean, 84 Bridge Street, Saint Augustine, FL 32084 Director: Stephen Cobb, 20 Atlantic Avenue, Saint Augustine, FL 32084 Director: Chey Cobb, 20 Atlantic Avenue, Saint Augustine, FL 32084

#### ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is:

Legal Zoom Nevede, Inc. 44 W. Flagler St. Suite 675 Miami, FL 33130

#### ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Daniela Balan, Legalzoom.com, Inc., 7083 Hollywood Blvd, Ste. 180, Los Angeles, CA 90028

**************************************	corporation at the place designated
	02.03.06
Signature/Registered Agent Daniela Balan, Legal Zoom Nevada, Inc	Date
	02.03.06
Signature/Incorporator Daniela Balan, LegalZoom.com, Inc., Assist. Secretary	Date

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#### Attachment to

## Articles of Incorporation of

Dare Not Walk Alone Charitable Foundation, Inc.

PARTINIA CONTROL PROPERTY OF This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code. This Corporation shall be a nonprofit corporation. The specific purpose for which this corporation is organized is: To improve knowledge of and improve living conditions and educational opportunities for the African American community in St. Johns County, Florida.

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this 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.

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these articles.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

All references to sections of the Internal Revenue Code shall include such sections as of the date hereof and the corresponding section of any future federal tax code.

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