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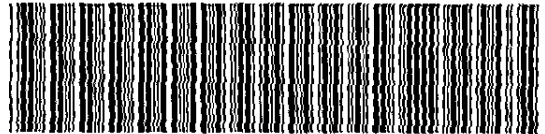
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2006 MAR 28 A 8:52

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Handwritten: 00-8733-30-06

Literate For Life, Inc.

Michelle Langshaw

President / CEO

1745 NW 187TH Terrace
Miami, Florida 33056
(786) 287-2934

Date: This 4 day of February, 2006

To: Division of Corporation
Secretary of State
2661 Executive Center Circle
Tallahassee, Florida 32301

From: President /CEO: Michelle Langshaw

Subject: To Incorporate a Non-profit Corporation

Dear Department of Corporations:

Please find enclosed a Money order for \$ 80.00 and 2 copies of Non-Profit Articles of Incorporation.

Please file and register these Articles of Incorporation and mail back one of the Certified Copies To me.

Return the Certified Articles Copy to:

Michelle Langshaw, President
1745 NW 187TH Terr.
Miami, Florida 33056

Phone #: (786) 287-2934

Thank You.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 22, 2006

MICHELLE LANGSHAW
1745 NW 187TH TERR.
MIAMI, FL 33056

SUBJECT: LITERATE FOR LIFE, INC.
Ref. Number: W06000008733

We have received your document for LITERATE FOR LIFE, INC. and your check(s) totaling \$80.00. 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.

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) 245-6995.

Wanda Cunningham
Document Specialist
New Filing Section

Letter Number: 506A00012519

NON-PROFIT ARTICLES OF INCORPORATION OF **Literate For Life, Inc.**

A Non-Profit Corporation with No Members

The undersigned incorporator does hereby make, file and acknowledge these Non Profit Articles of Incorporation for the purpose of forming a corporation under the Florida Not Profit Corporate Act, and hereby adapt(s) the Following Articles of Incorporation and state the following.

ARTICLE I NAME OF THE CORPORATION

The name of this corporation shall be: **Literate For Life, Inc.**

The corporation's principal mailing address shall be: PO Box 570635
Miami, FL 33257-0635

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TALLAHASSEE, FLORIDA

ARTICLE II PURPOSE(S) THE NATURE OF THE BUSINESS

This is a non-stock, non-profit corporation organized solely for general (educational) purposes pursuant to the State of Florida Not For Profit Corporation Act. The purpose(s) for which this corporation is formed and organized are: This corporation will engage in, but shall not be limited to following activities: To provide academic support, athletic recruitment Support and Mentoring Program to A-Risk Youth in a Before an After School Program that fosters Supportive Education in the form of Tutoring. This program will empower, educate, and showcase underprivileged at-risk youth implementing a drug, crime and violence, intervention and prevention program that promotes social inclusion, cultural diversity and enrichment which shall be disseminated through College placement as well as incorporate parental support and is organized exclusively for charitable, religious, educational, scientific purposes including the making and distribution of literature to organizations that qualify as exempt organizations under section 501 (C)(3) of the Internal Revenue Code, for dissemination, education, fundraising, sponsorship, donating and making contributions, as well as buying, selling, leasing and/or transferring real estate property to individuals and organizations.

Said corporation is established under section 501 (C)(3) of the Internal Revenue Code of 1954, or corresponding section of any future federal tax code of any future United States Review law. Notwithstanding any other provisions of these articles, the organization shall not carry on any activities not permitted to be carried on by any 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.

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 corresponding section of any future Federal Tax Code) or (b) by a corporation contributions to which are deductible under Section (C) 2 of the Internal Revenue Code for corresponding section of any future tax code).

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, trustees, directors, officers, or any private person, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of Section 501 (C)(3) purposes. No substantial part of the activities of the corporation shall be carrying on 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.

The four ways this purpose will be accomplished are:

1. Provide Athletic College Recruitment Support to At-Risk youth ages 12-18 years old in a mentoring format.
2. The presentation of supportive educational support in the form of academic tutoring services in a Before and After School Program as a drug, crime, and violence intervention and prevention source.
3. The publication and distribution of literature concerning competitive sports events, substance abuse, crime, and violence. Prevention and sexual awareness of STD's (sexually transmitted diseases).
4. The recruitment, hiring, and training of staff, volunteers, interns, and apprentices who will assist in facilitating the day to day operational duties as well as behavioral assistance, transportation, event planning, design and implementation.

**ARTICLE III
NON - STOCK**

The corporation is organized under a non - stock basis.

**ARTICLE IV
THE MANNER OF ELECTION OF DIRECTORS**

The manner in which the directors are elected or appointed shall be as stated in the corporate By Laws.

**ARTICLE V
TERM OF EXISTENCE**

This Corporation shall exist perpetually.

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

The name and Florida street address of the initial registered agent shall be as follows:
The name of the initial Registered Agent of this Corporation is: Brian Hankerson
and the street address of the initial registered agent of this corporation in the state of Florida is:

Registered Agent Name: Brian Hankerson

Address: 9000 Sheridan St. Ste. 101

City: Hollywood,

State: Florida

Zip Code: 33024

Phone #: (954) 430-7224

**ARTICLE VII
QUALIFICATION AND ADMISSION OF MEMBER**

The qualification for members and the manner of their admission are: The conditions or membership shall be stated in the bylaws.

**ARTICLE VIII
THE INITIAL BOARD OF DIRECTORS**

The number constituting the initial Board of Directors of the Corporation is not more than five (5); and the names and address of the persons who are to serve initially on the Board Directors of this Corporation are as follows:

President: Michelle Langshaw

Address: 1745 NW 187th Terrace

City: Miami

State: Florida

Zip Code: 33056

Vice President: Walter Lang III

Address: 8362 Pines Blvd. Ste 239

City: Pembroke Pines

State: Florida

Zip Code: 33024

Secretary: Lisa Brown

Address: 18003 SW 20th Street

City: Miramar

State: Florida

Zip Code: 33029

Treasurer: Lisa Brown

Address: 18003 SW 20th Street

City: Miramar

State: Florida

Zip Code: 33029

The conditions for appointment/election of the position of President, Vice President, Secretary, and Directors shall be stated in the By Law.

**ARTICLE IX
DISSOLUTION**

In the event of dissolution, the residual assets of the organization will be turned over the one or more organizations which themselves are exempt as organizations described in Section 501 (C)3 and 170 (C)2 of the Internal Revenue Code of 1954 or corresponding sections of any prior of future law, or to the Federal, State, or Local Government for exclusive public purpose.

**ARTICLE X
AMENDMENT**

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by the statute, and all rights conferred upon members herein are granted subject to their reservation. These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

**ARTICLE XI
LIABILITY**

The President of the corporation shall not be liable to either the corporation or it's member for monetary damages for a breach of fiduciary duties unless the breach involves (1) a President's duty of loyalty to the corporation of it's members; (2) acts of omissions no in good faith or which involves intentional misconduct or a knowing violation of law, (3) a transaction from which the President derived an improper benefit.

**ARTICLE XII
INCORPORATOR**

IN WITNESS WHEREOF, the undersigned incorporator(s) had (have) executed these Articles of Incorporation this 18 day of January, 2006

The name and address of the Incorporator of these Articles of Incorporation is:

Name: Michelle Langshaw
Address: 1745 NW 187th Terrace
City: Miami
State: Florida
Zip Code: 33056

Signature: Michelle Langshaw ID# LS20-558-81 782 Date: 1-18-06

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this Certificate of Incorporation 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.

Signature of Registered Agent: _____ Date: 1/18/2006

STATE OF Florida)
COUNTY OF Dade)

I HEREBY CERTIFY that on this day before me a NOTARY PUBLIC duly authorized in the State and County named above to take acknowledgment, personally appear Michelle Langshaw to me known to be the persons described as having executed the foregoing Articles of Incorporation and acknowledged before me that they Subscribed to these Articles of Incorporation this 13 day of January, 2006

NOTARY PUBLIC, STATE OF FLORIDA Iyad Suleiman

My Commission Expires:



Iyad Suleiman
Commission # DD153058
Expires Sep. 24, 2006
Aaron Notary
1-800-350-5161