

NO0000009384

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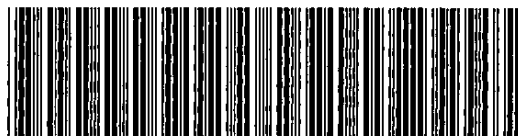
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LAW OFFICES OF
C. WILLIAM CURTIS, III, P.A.

ATTORNEY AND COUNSELOR AT LAW
2107 HENDRICKS AVENUE, 2ND FLOOR
JACKSONVILLE, FLORIDA 32207

PHONE: (904) 398-5466 FAX: (904) 398-5467
EMAIL: BILLCURTIS@CURTISFIRM.COM

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

September 1, 2006

VIA FEDERAL EXPRESS

Department of State
Division of Corporations
Corporate Filings
409 E. Gaines Street
Tallahassee, FL 32399

Re: Not-for-profit Corporation Filing for Mama D Academy, Inc.

Dear Sir or Madame:

Enclosed are the Articles of Incorporation for Mama D Academy, Inc. Please file these Articles and provide us with a certified copy and a certificate of status. Enclosed is a check in the amount of \$87.50 to cover the articles filing fee, certificate of designation of registered agent, certificate of status and the certified copy of the Articles of Incorporation.

Very truly yours,



C. William Curtis, III

Enclosures: Check no. 736
Articles of Incorporation

ARTICLES OF INCORPORATION OF MAMA D ACADEMY, INC.

ARTICLE I

The name of this not for profit corporation is Mama D Academy, Inc.

ARTICLE II

The principal place of business and mailing address of this corporation is 3606 Jacob Lois Drive, Jacksonville, Florida 32218.

ARTICLE III

The purposes for which this corporation is formed are as follows:

- a. This corporation is not organized, nor shall it be operated, for the pecuniary gain or profit of any individual or group of individuals and it does not contemplate the distribution of gains, profits, or dividends to any person. The property, assets, profits, and net income of this corporation are irrevocably dedicated for charitable private operating foundation purposes, and no part of its profits or net income shall ever inure to the benefit of any director, officer, member, or private individual. Upon the dissolution or winding up of this corporation, its assets remaining after payment or provision for payment of all debts and liabilities shall be distributed to a non-profit charitable organization operated for educational purposes.
- b. This corporation is organized and operated exclusively for public charitable purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code.
- c. The specific purpose for which this corporation is formed is to provide quality education in a setting that emphasizes students' cultural awareness.
- d. The general purposes and powers are:
 - (1) To buy, lease, rent, or otherwise acquire, hold, or use, and own, enjoy, sell, exchange, lease as lessor, mortgage, deed in trust, or otherwise dispose of any and all kinds of property, whether real, personal, or mixed, and to receive property by devise or bequest.
 - (2) To borrow money and to contract debts, to issue bonds, notes, and other evidences of indebtedness, and to secure them by all or some of the property of this corporation, or to issue them unsecured.
 - (3) To enter into, make, perform, and carry out contracts of every kind for any lawful purpose and without limit on amount, with any person, firm, or corporation.

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(4) To do all other acts necessary or expedient for the administration of its affairs and attainment of its purposes.

(5) All lawful purposes of a not for profit corporation.

- e. Notwithstanding any of the foregoing powers, this corporation shall not, except to any insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of its primary purposes.

ARTICLE IV

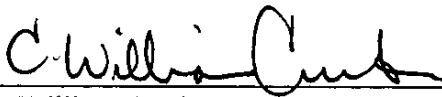
The affairs of this corporation shall be governed by its Board of Directors. The initial directors of the Board shall be Doreszell D. Nash, Janita Felton and Laquandra Campbell. The number of Directors, their qualifications, and the procedure for their selection and removal shall be governed by the Bylaws. The Board of Directors shall elect officers at its initial meeting. The numbers and titles of officers, their qualifications, powers and responsibilities, and the procedure for their selection and removal shall be governed by the Bylaws.

ARTICLE V

The name and Florida street address of the initial registered agent is C. William Curtis, III, P.A., 2107 Hendricks Avenue, 2nd Floor, Jacksonville, Florida 32207.

ARTICLE VI

The name and address of the Incorporator to these articles is C. William Curtis, III, 2107 Hendricks Avenue, 2nd Floor, Jacksonville, Florida 32207.



C. William Curtis, III, Incorporator

Date: August 31, 2006

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

UNDER THE PROVISIONS OF F.S. 617.0501, THE UNDERSIGNED
CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA,
SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED
OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is: Mama D Academy, Inc.
2. The name and address of the registered agent and office is:

C. William Curtis, III, P.A.
2107 Hendricks Avenue, 2nd Floor
Jacksonville, Florida 32207

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, I 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.

C. William Curtis, III, P.A.

By: C. William Curtis

C. William Curtis, III, President

Date: August 31, 2006

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