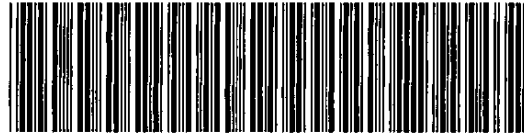


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James E. Fezell Sr.  
11760-129th Ave. No.  
Largo, Fl. 33778



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T. Burch DEC 26 2006

**ARTICLE OF INCORPORATION  
OF  
BRIDGING THE ACHIEVEMENT GAP, INC.  
A CORPORATION NOT FOR PROFIT**

We, the undersigned, each being a natural person, competent to contract, do hereby associate ourselves for the purpose of acting as incorporators of a corporation not for profit under the laws of the state of Florida, pursuant to the provisions of Chapter 617 of Florida statutes providing for the formation of a corporation. Not for profit, with the powers, rights, privileges and immunities hereinafter set forth.

**Article I**

The name of the corporation shall be:

**BRIDGING THE ACHIEVEMENT GAP, INC.**

Unless or until changed by amendment of the Articles of Incorporation. The principal place of business shall be:

**13255 – 118<sup>th</sup> St. No. Largo, Fl. 33778**

The Board of Directors may, from time to time, move the address to any other address in the state of Florida.

**Article II**

The period of the duration of this corporation is perpetual, unless dissolved according to law.

**Article III**

The purposes for which this corporation is organized are exclusively educational, literary, cultural, charitable and scientific within the meaning of section 501 © (3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law.

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#### **Article IV**

The qualifications for members and the manner of their admission are: any person other than initial members, may become a member by filing an application with the corporation, indicating that person's desire to become a member. If majority of members of the Board of Directors present at any regular meeting affirmatively vote to admit the applicant, he or she shall become a member.

#### **Article V**

The number constituting the initial Board of Directors of the corporation is eight (8), which number may be increased from time to time, by the by-laws, but shall never be less than three. All members of the Board of Directors shall be elected by then qualifying members of the corporation and shall hold office in accordance with the by-laws. The names and addresses of the persons who are to serve initially are:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Mr. James Feazell	11760 – 129 <sup>th</sup> Ave. No. Largo, Fl. 33778
Mrs. Gwen Feazell	11760 – 129 <sup>th</sup> Ave. No. Largo, Fl. 33778
Rev. Willie McClendon	12720 – 118 <sup>th</sup> St. No. Largo, Fl. 33778
Mrs. Barbara Thornton	755 – Caya Costa Court NE St. Petersburg, Fl. 33702
Mr. Solomon Stephens	2601 – 59 <sup>th</sup> Ave. So. St. Petersburg, Fl. 33712
Mrs. Lillie McGarrah	13637 – 120 <sup>th</sup> St. No. Largo, Fl. 33778
Ms. Anne Scofield	2114 Nolan Dr. S. Largo, Fl. 33778

Mrs. Pam Allyn

3494 Pocahontas Dr.  
Largo, Fl. 33778

### **Article VI**

This corporation is organized under a non-stock basis.

### **Article VII**

Dues and assessments of members shall be determined from time to time by the Board of Directors

### **Article VIII**

The Board of Directors of the corporation, by majority vote, may adopt such by-laws for the conduct of it's business in the carrying out of it's purposes as they deem necessary from time to time. Upon proper notice, the by-laws may be amended, altered, or rescinded by a majority vote of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose.

### **Article IX**

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

### **Article X**

The names and addresses of each incorporator is:

James E. Feazell, Sr.  
11760 – 129<sup>th</sup> Ave. No.  
Largo, Fl. 33778

Gwen Feazell  
11760 – 129<sup>th</sup> Ave. No.  
Largo, Fl. 33778

Barbara Thornton

Lillie McGarrah

Barbara Thornton  
755 – Caya- Costa Ct. NE  
St. Petersburg, Fl. 33702

Lillie McGarrah  
13637 – 120<sup>th</sup> St. No.  
Largo, Fl. 33778

Willie McClendon  
12720 – 118<sup>th</sup> St. No.  
Largo, Fl. 33778

Anne Scofield  
2114 Nolan Dr. S.  
Largo, Fl. 33778

Pamela Allyn  
3494 Pocahontas Dr.  
Largo, Fl. 33778

Solomon Stephens  
2601 59<sup>th</sup> Ave. So.  
St. Petersburg, Fl.

In witness whereof, the undersigned incorporators have executed these  
Articles of Incorporation, this 21<sup>st</sup> day of December, 2006

Signatures of Incorporators:

James E. Feazell, Sr.  
James E. Feazell, Sr.

Gwen Feazell  
Gwen Feazell

Willie McClendon  
Willie McClendon

Pamela S Allyn  
Pamela Allyn

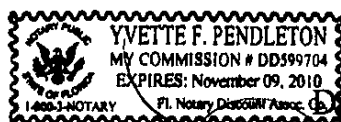
Solomon Stephens  
Solomon Stephens

Lillie McGarrah  
Lillie McGarrah

Anne Scofield  
Anne Scofield

Barbara Thornton  
Barbara Thornton

State of Florida  
County of Pinellas



Notary

Yvette F. Pendleton  
Date: December 21, 2006

## CERTIFICATE OF DESIGNATION

### REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida statutes, 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: Bridging the Achievement Gap, Inc.
2. The name and address of the registered agent and office is:

James E. Feazell, Sr.  
11760 – 129<sup>th</sup> Avenue North  
Largo, Florida 33778

SIGNATURE James E. Feazell, Sr.  
TITLE Executive Director / Founder  
DATE December 21, 2006

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of section 607.325, Florida statutes.

SIGNATURE James E. Feazell, Sr.  
DATE December 21, 2006