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(Requestor's Name)				
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PICK-UP WAIT MAIL				
(Business Entity Name)				
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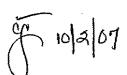
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SECRETED OF STATE OF



TRANSMITTAL LETTER

SECRETARY OF STATE DIVISION OF CORPORATIONS

07 OCT -1 PN 3:47

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

I dildilassee, FL 52514				
SUBJECT: Pocket Full of Fitness After School and Summer Program, Inc. (PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)				
Enclosed is an original and one(1) copy of the articles of incorporation and a check for:				
\$70.00 Filing Fee	\$78.75 Filing Fee & Certificate of Status	□\$78.75 Filing Fee & Certified Copy	\$87.50 Filing Fee, Certified Copy & Certificate	
		ADDITIONAL COPY REQUIRED		
FROM: Legalfilings.com Inc. Name (Printed or typed)				
16830 Ventura Blvd, Suite 360 Address				
Encino, CA 91436 City, State & Zip				
800-880-2602 Daytime Telephone number				

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

ARTICLES OF INCORPORATION

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

SECRETARY OF STATE DIVISION OF CORPORATIONS

07 OCT - 1 PM 3:47

ARTICLE I NAME

The name of the corporation shall be:

Pocket Full of Fitness After School and Summer Program, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

17130 Northwest 10th Court, Miami, FL 33169

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

see attached page.

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

As stated in corporate by-laws.

ARTICLE V INITIAL DIRECTORS/OFFICERS

The name(s), address(es) and title(s):

James Williams Jr. / Dir/Pres

17130 Northwest 10th Court Miami, FL 33169 Shirley Manual Williams /Dir. 17130 Northwest 10th Court

Miami, FL 33169

Ana Garcia /Dir

17130 Northwest 10th Court

Miami, FL 33169

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

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

James Williams Jr.

17130 Northwest 10th Court

Miami, FL 33169

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

James Williams Jr.

17130 Northwest 10th Court

Miami, FL 33169

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in This certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Signature/Registered Agent September 5, 2007

Date

James Williams Jr.

September 5, 2007

Date

Signature/Incorporator

Pocket Full of Fitness After School and Summer Program, Inc.

ARTICLE III

Section 1:

This corporation is organized and operated exclusively for one or more of the following purposes: Charitable, Educational, Scientific and/or Religious. This includes the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The specific purpose is to create awareness and prevention of obesity by activities, tutoring and conducting parent workshops.

Section 2:

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 the purpose clause hereof. No substantial part of the activities of the organization shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of the document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization 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 an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Section 3:

Upon the dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for religious, charitable, educational, literary, and scientific purposes and which has established its tax exempt status under Section 501 (c) (3), Internal Revenue Code.