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Division of Corporations Page 1 of 1
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Florida Department of State
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FLORIDA PROFIT/NON PROFIT CORPORATION

Coleman Middle School Dads Club, Inc.

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**ARTICLES OF INCORPORATION
OF
COLEMAN MIDDLE SCHOOL DADS CLUB, INC.**

The undersigned, as Incorporator of Coleman Middle School Dads Club, Inc., a Florida not for profit corporation, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation is Coleman Middle School Dads Club, Inc., a Florida not for profit corporation (hereinafter, the "Corporation").

ARTICLE II

Commencement of Corporate Existence

The Corporation shall come into existence as of the date of filing these Articles of Incorporation with the Florida Secretary of State.

ARTICLE III

Principal Office

The street address of the initial principal office and the mailing address of the Corporation is 1724 S. Manhattan Ave., Tampa, FL 33629.

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ARTICLE IV

Purpose

The Corporation has been formed for the purpose of supporting the faculty and Parent Teachers Student Association ("PTSA") of Coleman Middle School, Tampa, Florida, in their efforts to provide the best possible educational experience for Coleman Middle School students.

ARTICLE V

Registered Agent and Registered Office

The initial registered agent of the Corporation is David M. Jeffries, and the address of the initial registered office of the Corporation is 1227 N. Franklin Street, Tampa, Florida 33602.

ARTICLE VI

Incorporator

The incorporator is David M. Jeffries, whose address is 1227 N. Franklin Street, Tampa, Florida 33602.

ARTICLE VII

Corporate Powers

The Corporation shall have all the powers granted not for profit corporations under the laws of the State of Florida.

ARTICLE VIII

Members

The Corporation shall have members who will be accepted as members of the Corporation in the manner provided in the Corporation's By-Laws.

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ARTICLE IX

Board of Directors

The directors of the Corporation shall be elected by the members in the manner set forth in the Corporation's By-Laws.

ARTICLE X

Existence

The existence of the Corporation shall be perpetual.

ARTICLE XI

Dissolution

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purpose of the Corporation by transferring such assets to any not for profit entity, such disposition to be as the Board of Directors shall determine. Any assets remaining after such disposition by the Board of Directors shall be disposed of by the Circuit Court of the county in which the Corporation's principal offices are located, pursuant to the procedures for judicial dissolution, Florida Statutes, Section 617.1431.

ARTICLE XII

Income and Distribution

No part of the income of the Corporation shall inure to the benefit of any member, trustee, director, officer of the Corporation, or any private individual and no member, trustee, officer of the Corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets upon dissolution of the Corporation.

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ARTICLE XIII**Limitations on Activities**

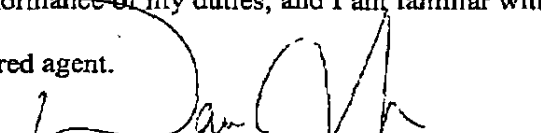
Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c) of the Internal Revenue Code.

IN WITNESS WHEREOF, this certificate has been signed by the incorporator on this 23rd day of October, 2007.


David M. Jeffries, Incorporator**ACCEPTANCE OF REGISTERED AGENT**

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

Dated: October 23, 2007


David M. Jeffries, Registered Agent

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