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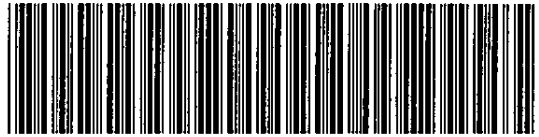
\_\_\_\_\_  
(Business Entity Name)

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(Document Number)

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**FILED**  
2008 FEB 11 PM 3:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*C.S. 2-12*

## COVER LETTER

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

**SUBJECT:** Bella Luce Learning, 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:** Alexis Fabrizio

Name (Printed or typed)

1236 SW 4th Ave Apt 5

Address

Gainesville, FL 32601

City, State & Zip

(352) 505-9440

Daytime Telephone number

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

**ARTICLES OF INCORPORATION  
OF  
Bella Luce Learning, Inc.  
A Florida Not for Profit Corporation**

**FILED**  
2008 FEB 11 PM 3:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under Chapter 617 of Florida Statutes, adopts the following Articles of Incorporation:

**ARTICLE I  
NAME OF CORPORATION, PRINCIPAL OFFICE, AND MAILING ADDRESS**

The name of the corporation shall be Bella Luce Learning, Inc.

The principal office of the corporation shall be located at 1236 SW 4<sup>th</sup> Ave Apt 5, Gainesville, FL 32601.

The mailing address of the corporation is P.O. Box 12803 Gainesville, FL 32608.

**ARTICLE 2  
PURPOSE**

A. The exclusive purpose of this Corporation is to engage in charitable and educational activities that qualify as exempt under of section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code.

B. To serve and empower young women and mothers through education; to develop a comprehensive education program through the rigorous selection of tutors and the consistent tutoring of women and mothers who desire to participate in the corporation's program; to assist young women in obtaining a high school equivalency or college degree so that they can break the cycle of poverty for themselves and their families and create a brighter future for their lives and the future of the community.

**ARTICLE 3  
LIMITATIONS**

At all times the following shall operate as conditions restricting the operations and activities of the corporation:

1. No part of the net earnings of the corporation shall inure to any member of the corporation not qualifying as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, nor to any Director or officer of the

corporation, nor to any other private persons, excepting solely such reasonable compensation that the corporation shall pay for services actually rendered to the corporation, or allowed by the corporation as a reasonable allowance for authorized expenditures incurred on behalf of the corporation;

2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office; and

3. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended.

4. The corporation shall not lend any of its assets to any officer or director of this corporation or guarantee to any person the payment of a loan by an officer or director of this corporation.

#### **ARTICLE 4**

##### **DIRECTORS/MEMBERS**

The membership of the Corporation shall be composed of the Board of Directors and all officers. The management and affairs of the corporation shall be at all times under the direction of a Board of Directors, whose operations in governing the corporation shall be defined by statute and by the corporation's by-laws. No Director shall have any right, title, or interest in or to any property of the corporation.

The method of selection of the Board of Directors and number of directors shall be stated in the bylaws, provided there shall never be fewer than three Directors.

The duration of membership is perpetual. The qualification for members, if any, and the manner of their admission shall be regulated by the bylaws.

#### **ARTICLE 5**

##### **INDEMNIFICATION**

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors or

administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors of administrators) may be entitled apart from this Article.

## **ARTICLE 6**

### **DISSOLUTION**

Upon the time of dissolution of the corporation, assets shall be distributed by the Board of Directors, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the corporation, for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

## **ARTICLE 7**

### **DEBT OBLIGATION AND PERSONAL LIABILITY**

No member, officer or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, officers or Directors be subject to the payment of the debts or obligations of this corporation.

## **ARTICLE 8**

### **REGISTERED AGENT**

The name of the registered agent of the corporation is Alexis Fabrizio. The address of this registered agent is 1236 SW 4<sup>th</sup> Ave Apt 5, Gainesville, FL 32601.

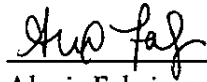
## **ARTICLE 9**

### **INCORPORATOR**

The name and address of the incorporator is Alexis Fabrizio, 1236 SW 4<sup>th</sup> Ave Apt 5, Gainesville, FL 32601.

## EXECUTION

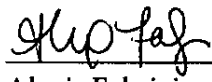
These Articles of Incorporation are hereby executed by the incorporator on this 1st day of February, 2008.



Alexis Fabrizio

## REGISTERED AGENT'S ACCEPTANCE OF APPOINTMENT

I hereby accept my appointment as registered agent for Bella Luce Learning, Inc., a Florida not for profit corporation.



Alexis Fabrizio

Date: Feb. 1, 2008

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2008 FEB 11 PM 3:42

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA