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SEMETARY OF STATE

T. Burch: MAY 6 2006

TRANSMITTAL LETTER

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

G.U.M.P. Arts & Entertainment, Corp. SUBJECT: (PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX) Enclosed is an original and (1) copy of the Articles of Incorporation and a check for \$70.00 \$78.75 \$87.50 X \$78.75 Filing Fee Filing Fee Filing Fee & Filing Fee Certificate of \$ Certified Copy Certified Copy \$ Certificate Status ADDITIONAL COPY REQUIRED FROM: Ms. Laquisha Harrell Name (printed or typed) 1708 N.W. 69th Terrace Address Miami, Florida 33147 City, State, Zip

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

Telephone: (305) 763-6907

Articles of Incorporation

of

G.U.M.P. Arts & Entertainment Academy, Corp.

The undersigned subscribers to these Articles of Incorporation, desiring to form a **Not-For-Profit** corporation under the laws of the State of Florida, do hereby accept all of the rights and privileges, benefits and obligations conferred and imposed by said laws and hereby adopt the following Articles of Incorporation as the Charter of the Corporation hereby organized.

Article I. Corporate Name

The name(s) of this Corporation shall be:

G.U.M.P. Arts & Entertainment Academy, Corp.

Principle Address: 1708 N.W. 69th Terrace Miami, Florida 33147

Article II. Terms of Existence

This corporation shall have perpetual existence

Article III. Purposes and Powers

Said corporation is organized exclusively for religious, educational and charitable purposes. To institute a set of Programs, Project, Services and Classes to culturally enrich the quality of life of youngsters interested in the arts and entertainment industry. The programs, projects, services and classes will include; but not be limited to contractual agreement comprehension and overview, lyrical and musical composition, copyright, publishing, engineering, music, dance, drama, staging, management training, choreography, and more.

No part of the net earnings of the corporation shall insure to the benefit of, or be distributed to its members, trustees, directors, officers and other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of Section 501(c)(3) purposes. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or

otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

Notwithstanding any other provision of the Articles, the corporation, shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501 (c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code.)

Upon dissolution of this corporation, assets shall be distributed for one or more exempt purposes with the meaning of Section 501 (c)(3) of the Internal Revenue Code, or 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.

Article IV. Capital Stock

There will be no capital stock in this corporation.

Article V. Initial Capital

The amount of capital with which this corporation may be in business shall not be less than **One Hundred Dollars** (\$100.00).

Article VI. Directors

This corporation shall have one Executive Director initially and seven other respective Directors who were elected through parliamentary procedure. The number of directors may be increased or diminished from time to time by the Bylaws of the Corporation.

The name and mailing address of the initial director who shall hold office until his successor or successors are elected and have qualified is as follows:

Ms. Laquisha Harrell, Executive Director/ 1708 N.W. 69th Terrace Miami, Florida 33147

Article VII. Officers

The names, addresses and offices of the Officers who will serve until the first election or appointment under these Articles of Incorporation are:

| Name | Street Address | Office |
|----------------------|-----------------------------------|--------------------|
| Ms. Laquisha Harrell | 1708 N.W. 69th Terrace, Miami, Fl | Executive Director |
| Ms. Star LaVon Hayes | 1708 N.W. 69th Terrace, Miami Fl | Director |
| Ms. Quintara Lane | 1708 N.W. 69th Terrace, Miami Fl | Sect./Treasurer |

Article VIII. Registered Agent and Registered Office

The Corporation's Registered Agent for services in the state of Florida shall be:

Ms. Laquisha Harrell, Executive Director

The address of the registered office of this corporation shall be:

Principal: Ms. Laquisha Harrell

Address: 1708 N.W. 69th Terrace, Miami, Florida 33147

Article IX. Amendments

This Corporation reserves the rights to amend, alter, modify, or repel any provision or provisions contained in these Articles of Incorporation, any amendment hereto in the manner now or hereafter prescribed by the Statutes of the State of Florida, and any rights and powers conferred upon the Directors and Board of Advisors herein are granted subject to this reservation.

Article X. Incorporator

The name and mailing address of the Incorporator is as follows:

Ms. Laquisha Harrell
Principal Address: 1708 N.W. 69th Terrace
Miami, Florida 33147

| IN WITNES, subscribed his name, | S WHEREOF, the above named Incorporator, Director, Registered Agent has hereunder, this 30 day of Apple Rev. Lagutsha Harrell/Registered Agent | - |
|---|---|---|
| G4-4 CT3* 4 . | <u></u> | |
| State of Florida | | |
| County of Dade | ss:) | |
| who is to be well kno Incorporation, and he subscribed the same | e undersigned authority personally appeared Laguisha Harrel, own to be the person(s) described in and who subscribed the foregoing Articles of e did freely and voluntarily acknowledge before me according to law that she made and for the uses and purposes therein mentioned and set forth. SWHEREOF, I have hereunto set my hand and affixed my official seal, in the State and so 30 45 day of April 2008. | |
| | ROOSEVELT INORY Notary Public, State of Florida at-Large Notary Public - State of Forida Commission Expires 18th 18, 2010 Commission & DOS21287 My Commission Expires: 05 / 16 / 30/ | - |

(Seal)

Certificate of Designation Registered Agent/Registered Office

PURSUANT to the provisions of Section 607.0501. 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: G.U.M.P. Arts & Entertainment, Corp.
- The name and address of the registered agent and office is:
 Ms. Laquisha Harrell
 1708 N.W. 69th Terrace
 Miami, Florida 33147

Signature:

Corporate Officer

Executive Director/Pastor

Dated:

Title:

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 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 positions as Registered Agent.

Signature:

Dated: