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TREASURER'S OFFICE

8/20/08

COVER LETTER

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

SUBJECT: Alpha Clay Pearls, 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: Ingrid Burch
Name (Printed or typed)

12277 Sumter Sq. Dr. East
Address

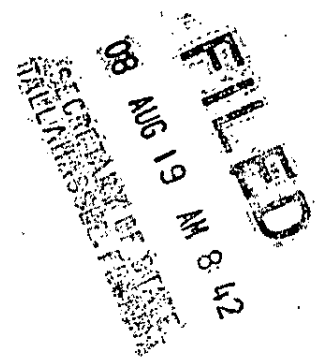
Jacksonville, Fla. 32218
City, State & Zip

573-1030 ext. 314
Daytime Telephone number

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

**ARTICLES OF INCORPORATION
OF**

**ALPHA CLAY PEARLS, INC.
(A Non-Profit Corporation)**



The undersigned hereby associate themselves to form a corporation for charitable and educational purposes under the provisions of Chapter 617 of the Florida Statutes, and for these purposes they adopt the following Articles of Incorporation:

Article 1. Name and Address: The name of the corporation is Alpha Clay Pearls, Inc. located at 4954 Rhode Island Drive North, Jacksonville, Florida 32209.

Article 2. Purposes, Limitations and Dissolutions:

2.1 Purposes: The corporation is organized exclusively for charitable and educational purposes, including, for such purposes the making of distributions to and for the benefit of the Alpha Clay Pearls, Inc. and other organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law), and not for pecuniary profit. The specific purpose for which the corporation is formed is to:

A. Advocate on behalf of, advise and assist African-Americans and others to develop their full potential as leaders and role models within their community and leaders in the society at large and to general uplift the image of African-Americans and others within the community.

B. To engage in programs and activities that enhances scholarship, health, economics, perseverance and uplift of the African-American and other communities for the benefit of society

C. To support, advise and assist those organizations whose purpose and goals are consistent with the purposes of this organization.

2.2 Limitations and Actions: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers or other private persons, except that the corporation 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 Section 2.1 of this Article. 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 any candidate for public office. Notwithstanding any other provision of these 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Article 3. Dissolution:

Upon the dissolution of the corporation, the Directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation if it shall then be in existence and shall at the time be qualified as an exempt organization under Section 501(c)(3) of the Internal Revenue Code 1954 (or the corresponding provision of any future United States Internal Revenue Law), or if not, to such organization or organizations which are then so qualified as the Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of the County in which the principal office of the corporation is then located, exclusively for the purposes of the corporation or to such organization or organizations which are organized and operated exclusively for such purposes as the Court shall determine.

Article 4. Powers: Subject to the restrictions and limitations set forth in Article 2 the corporation shall have all powers and authorities as are now or may hereafter be granted to corporations not for profit under the laws of the State of Florida, including, but not limited to, the power to purchase, own, sell and otherwise deal with real and personal property, to borrow and lend money, to make contracts with others for goods and services, to elect officers and appoint agents, to carry on its operations through its officers, employees and agents within or without the state of Florida, and to make donations for the public welfare and for charitable and educational purposes.

Article 5. Membership:

5.1 Qualifications: The members of the corporation shall be those persons who are members in good standing of Pi Eta Omega Chapter of Alpha Kappa Alpha Sorority, Inc. The original subscribers to these Articles of Incorporation shall be the initial members of the corporation. However, the Board of Directors by a majority vote at any meeting may confer lifetime honorary, voting or non-voting memberships to persons who, in the judgment

of the Board, have demonstrated an extraordinary interest in the work of the Alpha Clay Pearls, Inc.

5.2 Termination: The membership of any person shall be terminated at such time as that person shall cease to be a member of the Board of Directors of the Corporation.

Article 6. Term of Existence: This corporation shall have perpetual existence unless it shall be dissolved according to the laws of the State of Florida.

Article 7. Subscribers: The name and residence of each subscriber to these Articles of Incorporation are as follows:

Ingrid Burch

Barbara Coleman

DeVonda Bailey

Ronald Coleman- **Outside Source**

Nina Harley

Patricia Hicks-Harley

Article 8. Officers:

8.1 Number: The officers of the corporation are Board of Directors, a President, one or more Vice-Presidents, a Secretary, a Treasurer, and such other officers as may be provided in the Bylaws.

8.2 Manner of Election: The officers of the corporation shall be elected biennially by a majority vote of the Board of Directors in the month of December of even numbered years, and shall serve for two year terms, commencing immediately following their election. Officers may be removed at any time by a majority vote of the Trustees, with or without cause.

8.3 Names of First Officers: The names of the persons who are to serve as officers of the corporation initially and until their successors are duly elected or appointed are:

Chairman of the Board of Directors
President
Secretary/Treasurer

Ingrid Burch
DeVonda Bailey
Nina Harley

Article 9. Board of Directors: The Affairs of the corporation shall be managed by a Board of Directors consisting of not less than three (3) no more than seven (7) persons. The initial Board of Directors shall be:

Ingrid Burch
DeVonda A. Bailey
Nina Harley
Patricia Hicks-Harley

Barbara Coleman
Ronald Coleman- Outside source
Elizabeth Young

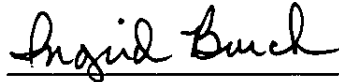
Article 10. Stocks and Dividends Prohibited. The corporation shall have no capital stock, pay no dividends, distribute no part of its net income to its members, officers or trustees, and the private property of its members shall not be liable for any obligation of the corporation.

Article 11. Bylaws: The Bylaws of the corporation shall be made, altered or rescinded by a majority vote of the Board of Directors.

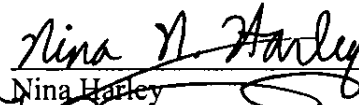
Article 12. Amendment: Amendments to these Articles of Incorporation may be proposed and adopted by a majority vote of the Board of Directors.

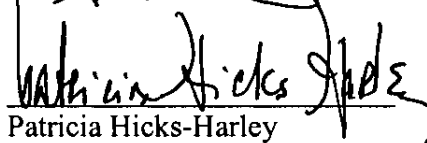
Article 13. Initial Registered Office and Agent. The street address of the initial Registered Office of the Corporation is 12277 Sumter Square Drive East, Jacksonville, Florida, 32218, and the name of its initial Registered Agent at that address is Ingrid A. Burch.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 8th day of August, 2008.


Ingrid Burch


DeVonda Bailey


Nina Harley


Patricia Hicks-Harley

**STATE OF FLORIDA
COUNTY OF CLAY**

Before me personally appeared, Ingrid Burch, DeVonda Bailey, Nina Harley, and Patricia Harley, who provided FL Drivers License as identification and known before me to be the persons described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that they executed said instrument for the purpose therein expressed.

WITNESS my hand and official seal this 8th day of August, 2008.



NOTARY PUBLIC

State of Florida at Large

My Commission Expires



Sarah J. Campbell

MY COMMISSION # DD450435 EXPIRES

July 14, 2009

BONDED THRU TROY FAIN INSURANCE, INC

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

PURSUANT to the provisions of Chapters 48.091 and 607.0501, Florida Statutes, the following is submitted in compliance with said Act:

ALPHA CLAY PEARLS, INC., its principal office as indicated in the Articles of Incorporation at the County of Duval, State of Florida, has named **INGRID BURCH**, located at 12277 Sumter Square Drive East, County of Duval, State of Florida, 32218 as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



INGRID BURCH

FILED
08 AUG 19 AM 8:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA