

NO. 2009 MAR 6 11:49AM YOUR CAPITAL CONNECTION NO. 2009 P. 1 Page 1 of 1  
**NO9000002306**

Florida Department of State  
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From: Account Name : YOUR CAPITAL CONNECTION, INC.  
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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**P.R.I.D.E. MENTORING, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

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**ARTICLES OF INCORPORATION  
OF  
P.R.I.D.E. MENTORING, INC.  
(A CORPORATION NOT FOR PROFIT)**

We, the undersigned, acknowledge and file in the office of the Secretary of State of Florida, for the purposes of forming a corporation not for profit in accordance with the laws of the State of Florida, these Articles of Incorporation.

**ARTICLE I  
NAME**

The name of this corporation shall be P.R.I.D.E. MENTORING, INC.

**ARTICLE II  
PRINCIPAL OFFICE AND ADDRESS**

The address of the principal office of the corporation is 217 Tres Reyes Lane, Groveland, Florida 34736 and the mailing address is the same.

**ARTICLE III  
PURPOSE**

The corporation shall not be used to gain pecuniary profit for its members or to engage in any acts prohibited by chapter 617, Florida Statutes. Rather, the corporation is organized exclusively for charitable, religious, and educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code. 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.

**ARTICLE IV**  
**POWERS**

The corporation shall be authorized and empowered to exercise any and all corporate powers conferred by Section 617.0302, Florida Statutes, or the corresponding section of any future Florida law establishing the powers of a not-for-profit corporation, provided such powers are exercised in a manner that is consistent with, and reasonably necessary and incidental to, the objects and purposes of the corporation, as set forth in Article III hereof. Notwithstanding any other provision of these Articles, the corporation will not exercise any powers or engage in any activities, other than to an insubstantial extent, that in themselves are not in furtherance of the purposes of the corporation, as set forth herein.

**ARTICLE V**  
**DURATION**

The corporation shall commence existence on the filing of these Articles of Incorporation, and shall have perpetual duration.

**ARTICLE VI**  
**REGISTERED OFFICE AND AGENT**

The initial registered office of the corporation shall be located at 225 East Lemon Street, Suite 300, Lakeland, Florida 33801. The initial registered agent at the address shall be Timothy E. Kiley, Esquire.

**ARTICLE VII  
INCORPORATORS**

The name and address of the incorporator is:

**NAME:**

Timothy E. Kiley, Esquire

**ADDRESS:**

225 E. Lemon Street  
Lakeland, Florida 33801

**ARTICLE VIII  
NO PRIVATE INUREMENT**

No part of the net earnings of the corporation shall inure to the benefit of any director, member, trustee, officer or the corporation or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), 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 on dissolution of the corporation.

**ARTICLE IX  
DISTRIBUTIONS UPON 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 purposes of the corporation in such manner, or to a charitable, scientific, religious, literary, or educational organization which at that time qualifies as an exempt organization under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be amended.

**ARTICLE X**  
**DIRECTORS**


The affairs and property of this corporation shall be managed and governed by a Board of Directors, composed of not less than three (3) individuals. The number of Directors may thereafter be increased or decreased from time to time in accordance with the bylaws of the corporation; provided that in no event shall the corporation have less than three (3) Directors.

The following individuals shall constitute the initial Board of Directors, and shall serve until the first election of the Board of Directors at the first regular annual meeting of the members:

<u>TITLE</u>	<u>NAME</u>	<u>ADDRESS</u>
Board Member	Dominick Clayton	217 Tres Reyes Lane Groveland, FL 34736
Board Member.	Anthony Ligon	217 Tres Reyes Lane Groveland, FL 34736
Board Member	Willie B. Thomas	9814 Mulberry Road Munson Township, Ohio 44024

[This space intentionally left blank. Signature page to follow.]

IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes these Articles of Incorporation this 6 day of March, 2009.

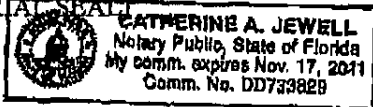
  
TIMOTHY E. KILEY, ESQUIRE

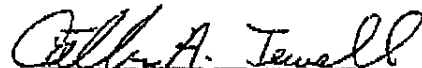
STATE OF FLORIDA  
COUNTY OF POLK

Before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared TIMOTHY E. KILEY, ESQUIRE who  is personally known to me or who  has produced \_\_\_\_\_ as identification.

WITNESS my hand and official seal this 6 day of March, 2009, at Lakeland, Florida.

(NOTARIAL SEAL)



  
Notary Public

To: The Department of State  
Tallahassee, Florida 32304

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

In compliance with Section 617.0501 of the Florida Not For Profit Corporation Act, the following is submitted:

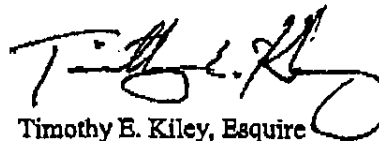
P.R.I.D.E. MENTORING, Inc., with its place of business at 217 Tres Reyes Lane, Groveland, Florida 34736, has named Timothy E. Kiley, Esquire, located at 225 E. Lemon Street, Lakeland, Florida 33801, as its agent to accept service of process within Florida.

Dated: March 6, 2009.

  
TIMOTHY E. KILEY, ESQUIRE

Having been named to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the duties and obligations of Chapter 617 of the Florida Not For Profit Corporation Act.

Dated March 6, 2009.

  
Timothy E. Kiley, Esquire  
Registered Agent

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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