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COVER LETTER

Department of State **Division of Corporations** P.O. Box 6327 Tallahassee, FL 32314 CEDAR , INC. SUBJECT: (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]\$78.75 \$78.75 \$87.50 Filing Fee Filing Fee, Filing Fee Filing Fee & & Certified Copy Certified Copy Certificate of & Certificate Status ADDITIONAL COPY REQUIRED FROM: BriAN J. Brookins
Name (Printed or typed)

Brian DRCFONLINE. org

E-mail address: (to be used for future annual report notification)

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



May 12, 2009

BRIAN J. BROOKINS 957 SW 71ST AVE. N. LAUDERDALE, FL 33068

SUBJECT: CEDAR, INC. Ref. Number: W09000022410

We have received your document for CEDAR, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6995.

Wanda Cunningham Regulatory Specialist II New Filing Section

Letter Number: 909A00016180

Articles of Incorporation of LEARN WITH CEDAR, Inc.

In Compliance with Chapter 617, F. S.; (Not for Profit)

The undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Law of the State of Florida, do hereby certify:

Article 1: The name of the Corporation shall be LEARN WITH CEDAR, Inc.

Article 2: The place in this state where the principal office of the Corporation is to be located is the City of North Lauderdale, Broward County. The principle street address and mailing address is:

957 SW 71st Avenue North Lauderdale, Fl. 33068

Article 3: Said corporation is organized exclusively for charitable, religious, and educational, purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article 4: Directors shall be appointed by the Elders of Riverside Christian Fellowship.

Article 5: The names and addresses of the persons who are the initial directors of the corporation are as follows:

Telephone: (954) 753-7146

Brian S. Brookins President 2460 NW 108 Drive Coral Springs, Fl. 33065

Adam Greenfield Secretary 6096A Pine Tree Lane Tamarac, Fl. 33319

Timothy Smith Treasurer 4411 NW 73 Way
Coral Springs, Fl. 33065

Article 6: The initial Registered Agent and street address is:

Brian S. Brookins 2460 NW 108 Drive Coral Springs. Fl 33065 AY 22 P 3:

Article 7: The Incorporator is:

Adam Greenfield 6096A Pine Tee Lane Tamarac, Fl. 33319

Article 8: No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, 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 Article Third hereof. 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 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, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Having been named a registered agent to accept services of process for the above corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Signature / Registered Agent

Signature /Incorporator

5/19/2009

Date

5/19/2009

Date