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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EP 12/4/09

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 25, 2009

JACYNTA HOUSE
2433 NW 179 STREET
MIAMI GARDENS, FL 33056

SUBJECT: LEARNING EMPORIUM PREPARATORY ACADEMY, INC.
Ref. Number: W09000051877

We have received your document for LEARNING EMPORIUM PREPARATORY ACADEMY, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list at least one incorporator with a complete business street address.

An effective date may be added to the Articles of Incorporation **if a 2010 date is needed**, otherwise the date of receipt will be the file date. **A separate article must be added to the Articles of Incorporation for the effective date.**

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) 245-6062.

Eula Peterson
Regulatory Specialist II
New Filing Section

Letter Number: 309A00036563

RECEIVED

Learning Emporium Preparatory Academy

17330 NW 27 Ave

Miami Gardens, Fl 33056

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA


Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

To Florida Division of Corporations,

Re: Rejected Filing : W09000051877

Attached please find 2 copies of page 4 of our Articles of Incorporation. The Revision to Article Thirteen was the names of the Incorporators was added to the Articles of Incorporation.

Thanking You in Advance,


Latonya Francis, Executive President and Secretary

786-853-1149

COVER LETTER

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

SUBJECT: Learning Emporium Preparatory Academy, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)
Money Order # 17290723667

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: Jacynta House
Name (Printed or typed)

2433 NW 179 Street
Address

Miami Gardens, FL 33056
City, State & Zip

954-598-2408
Daytime Telephone number

learningemporium@gmail.com
E-mail address: (to be used for future annual report notification)

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

Articles of Incorporation of
Learning Emporium Preparatory Academy, Inc
A Non-Profit Corporation

The undersigned, Incorporator, for the purpose of forming a corporation under the Florida Not-For-Profit Corporation Act, Chapter 617 of the Florida Statutes hereby adopts the following Articles of Incorporation:

Article One: Name

The Name of this corporation shall be Learning Emporium Preparatory Academy, Inc.; which is a subdivision of Learning Emporium, Inc ; hereinafter referred to as "Corporation".

Article Two: Duration

This Corporation shall exist perpetually.

Article Three: Principal Place of Business

The principal place of business of business and mailing address of the Corporation is:

17330 NW 27 Ave Miami Gardens, Fl 33056

Article Four: Statement of Corporate Nature

Said corporation is organized exclusively for charitable, religious, educational, and scientific 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 and in compliance with CH 617 of the Florida Statutes, or the corresponding section of any future federal tax code.

Article Five: Purposes

By way of example, and not limitation, the Corporation's purposes include to:

- A. Provide educational services such as preschool, elementary, middle, and high school educational services
 - i. Create an environment for student learning.
 - ii. Provide opportunities to maximize and expand their learning experiences as well as identify and address deficiencies.
 - iii. Promote the use of different and innovative learning method.
 - iv. Provide hands on learning experiences for students through science and technology
 - v. No student will be denied admission due to race, creed, or national origin.
 - vi. Tuitions and all applicable fees will be provided for review prior to admission to the academy.
 - vii. Parents will be asked to provide a signed letter of commitment to abide by all rules and regulations of the Academy as stated in the Student and Parent Handbook.

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TALLAHASSEE, FLORIDA

- B. Develop a youth program of regularly scheduled forums that introduce youth to knowledgeable people working in a broad spectrum of career vocations for girls called “Ladies of Learning Emporium and for boys called “ Gentlemen of Learning Emporium”
- C. Develop a Family literacy program of web-based courses spanning kindergarten through senior high school that promote and support family-interactive activities.
- D. Conduct research to identify those factors that most strongly influence the selection of educational paths in youth, the period of time in which they occur, and their relationship to personal values and behavioral characteristics of their primary caregivers and educators.
- E. Stimulate and promote interest in the activities and programs of the Corporation by publishing a periodic newsletter to (i) recognize participant achievements, (ii) present news of expanding services and (iii) disseminate results of research programs.
- F. Work closely with area school superintendents, school principals, and career guidance counselors, education and youth development associations, and private school and home schooling associations to promote advocacy of the Corporation’s mission..
- G. . Conduct annual assessments
 - a. To ensure that the Corporation’s educational programs continue to meet the highest levels of quality and effectiveness
 - b. To evaluate the impact of these programs on youth.
- H. Maintain a Board of Advisors to provide counsel in support of any matters consistent with the vision and mission of the Corporation. The Board of Advisors will be comprised of individuals of noted achievement representing a diverse field of vocations, including, but not limited to, academic, education, corporate, government, military, religious, medical and entrepreneurial affiliations.
- I. Notwithstanding any other provisions of these articles of corporation, this corporation shall not carry on 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 provision of any subsequent federal tax laws or (b) by a corporation contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code or corresponding provisions of any subsequent federal tax laws.
- J. This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene in any political campaign on behalf of any candidate for public office.

Article Six: Dedication of Assets

Upon the dissolution of the Corporation, assets shall be distributed 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

city or 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 Seven: Membership

The members of this corporation shall consist of the organizing group of initial incorporators. This corporation will be subordinate to and subject to the organizing group of initial incorporators' vision and mission for the school and various clubs and subsidiaries.

- A. An Advisory Council which will consist of a well balanced group of people with a range of professional expertise in organizational financial, legal and other skills to enhance the operational quality of the corporation.
- B. The Corporation shall have such class or classes of Members as shall be designated in the Bylaws of the Corporation as amended from time to time, which shall designate the class or classes of Members, state the qualifications and rights of the Members of each class, and confer, limit, or deny the right to vote.

Article Eight: Location of Initial Registered Office and Name of Initial Registered Agent

The name of the City in which the initial registered office is located is Miami Gardens, Florida; the address of the original registered office is 17330 NW 27 Avenue, Miami Gardens, Florida 33056. The name of the initial registered agent is Jacynta R House, an individual who is a resident of Miami Gardens, Florida and an initial Director and Incorporator of the Corporation, and whose business office is the same as the registered office of the Corporation.

Article Nine: Directors

The Directors of the Corporation shall be elected or appointed as follows:

Initial Directors as set forth in Article 13 hereof, are appointed. Additional Directors may be elected at any time by a majority vote of the serving Directors and the Initial Directors. All other matters pertaining to Directors, including number, qualifications, terms, groups, eligibility and elections shall be prescribed by the Bylaws of the Corporation as agreed with the Initial Board of Directors.

Article Ten: Bylaws

The Board of Directors shall adopt the initial Bylaws of the Corporation and the Board of Directors shall have the power to alter, amend or repeal the same or adopt new Bylaws.

Article Eleven : Management of Business and Affairs of the Corporation.

The management of the business and the conduct of the affairs of the Corporation are vested in its Board of Directors. Except as otherwise provided in these Articles of Incorporation, each Director of the Corporation is entitled to one vote per Director on all matters voted or acted upon by the Board of Directors.

Article Twelve: Initial Board of Directors

Jacynta House, Chief Executive Officer

Deborah Williams-Mobley, Executive President & Executive Treasurer

Felicia Crawford, Executive Director and Chief Knowledge Officer

Latonya Francis, Executive Vice President Executive Secretary

Learning Emporium, Inc. Member-at-Large

The Address of all the Initial Directors is 17330 NW 27 Ave Miami Gardens, Fl 33056 which is also the main office. All Initial Directors are residents of Miami Gardens, Fl.

Article Thirteen: Incorporators

Jacynta House, Deborah Williams-Mobley, Felicia Crawford, and Latonya Francis

The Address of all the Incorporators is 17330 NW 27 Ave Miami Gardens, Fl 33056 which is also the main office.

Article Fourteen: Indemnification

The Corporation will indemnify and hold harmless each of its Directors, Officers, employees and agents (and his or her executor, personal representative and heirs), whether or not then in office, who were or are a party or are threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (including an action or suit by or in the right of the Corporation) by reason of the fact that the person is or was a Director, Officer, employee or agent of the Corporation, against expenses (including all attorneys' fees), judgments, fines and amounts paid in settlement incurred by the person in connection with such action, suit or proceeding, unless there is a final adjudication by a Court of Competent Jurisdiction that such person is liable for willful misconduct or a knowing violation of criminal law. All attorneys' fees and costs will be reimbursed immediately by the Corporation as they are incurred by such person, and promptly will be repaid to the Corporation only upon a final adjudication by a Court of Competent Jurisdiction that such person is liable for willful misconduct or a knowing violation of criminal law.

Article Fifteen: Amendments

Subject to the limitations contained in the bylaws and any limitations set forth in the laws of the State of Florida, the bylaws of this Corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, by a resolution of the Initial Board of Directors/Incorporators .

Article Sixteen: Effective Date

The Effective date of the Corporation shall be **January 1, 2010**


Signatures

Having been named as registered agent and to accept service for the above stated corporation at the place designated in Article of the Articles of Incorporation of Learning Emporium Preparatory Academy, 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 position as registered agent.



Signature/ Jacynta House - Registered Agent

12/1/09
Date

Incorporators:



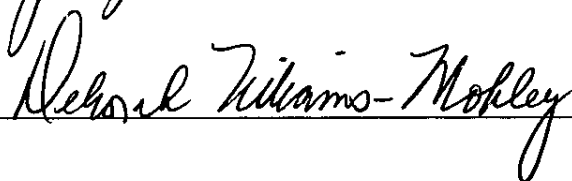
Felicia Crawford



Latonya Francis



Jacynta House



Deborah Williams-Mobley

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