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2010 JAN 28 A
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TALLAHASSEE, FL 32399

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**FLORIDA PROFIT/NON PROFIT CORPORATION
JACKSONVILLE CHILDREN'S EXPLORATION CAMP, INC.**

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January 28, 2010

FLORIDA DEPARTMENT OF STATE
Division of Corporations

YOUR CAPITAL CONNECTION, INC.

SUBJECT: JACKSONVILLE CHILDREN'S EXPLORATION CAMP, INC.
REF: W10000004456

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

If you have any further questions concerning your document, please call (850) 245-6879.

Ruby Dunlap
Regulatory Specialist II
New Filing Section

FAX Aud. #: H10000018821
Letter Number: 310A00002313

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ARTICLES OF INCORPORATION OF
JACKSONVILLE CHILDREN'S EXPLORATION CAMP, INC.
A FLORIDA NOT FOR PROFIT CORPORATION

2010 JAN 28 A 9:49

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned persons, acting as incorporators of a corporation not for profit under the Florida Not For Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, adopt the following Articles of Incorporation for the corporation:

ARTICLE I
NAME/PRINCIPAL PLACE OF BUSINESS

The name of this corporation is Jacksonville Children's Exploration Camp, Inc. The principal place in business is 3675 San Pablo Road, City of Jacksonville, State of Florida 32224.

ARTICLE II
SPECIFIC AND GENERAL PURPOSE

The corporation is a non-profit corporation. Its specific and general purpose, and specific limitations are:

A. The specific and primary purpose for which this corporation is formed is to operate summer camps designed to further the educational, social and mental development of socially and economically deprived students, grades 1-12.

B. The general purpose for which this corporation is formed is to operate exclusively for such educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.

C. 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 (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

D. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE III
DURATION

The corporation shall have perpetual duration.

ARTICLE IV **DEDICATION OF ASSETS**

The assets of this corporation shall be permanently dedicated to the above-referenced exempt purpose. No part of net earnings of the corporation shall inure to the benefit of, or be distributed 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 Article II 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 the articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal tax under section 501(c)(3) of the Internal Revenue Code, or 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.

ARTICLE V **MEMBERSHIP**

The corporation may have a membership distinct from the board of directors. The authorized number and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability for dues and assessments as well as the method of collection thereof, shall be set forth in the bylaws.

ARTICLE VI **REGISTERED OFFICE; REGISTERED AGENT**

The street address of the initial registered office of the corporation is 2275 Atlantic Boulevard, City of Neptune Beach, County of Duval, State of Florida. The name of the initial registered agent at such address is Mary C. Sorrell, Esquire.

ARTICLE VII **BOARD OF DIRECTORS**

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by the board of directors. The number of directors of the corporation shall be three (3); provided, however, that such number may be changed by a bylaw duly adopted pursuant to the bylaws of this corporation.

The directors named in this certificate of incorporation as the first board of directors shall hold office until the first meeting of the board of directors, to be held on January 10, 2011, at 10:00 a.m., at 2275 Atlantic Boulevard, Neptune Beach, Florida 32266, at which time an election of directors shall be held.

Directors elected at the first annual meeting of the board of directors, and at all times thereafter, shall serve for a term of one year until the next annual meeting of the board of directors following the election of directors and until the qualification of the successors in office. Such annual meetings shall be held at 10:00 a.m., on the tenth day of January of each year at the principal office of the corporation, or at such other place or places as the board of directors may designate from time to time by resolution.

Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting, if all the members of the board individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law that relates to action so taken shall state that the action was taken by unanimous written consent of the board of directors without a meeting and that the articles of incorporation and bylaws of this corporation authorize the directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and residential addresses of the persons who are to be served as the initial directors are as follow

<u>Name</u>	<u>Address</u>
Nadia Hionides	47 11th Street Atlantic Beach, FL 32233
Chris Hionides	47 11th Street Atlantic Beach, FL 32233
Maro Trendel	2233 Seminole Rd., Unit 33 Atlantic Beach, FL 32233

ARTICLE VIII **INCORPORATOR**

The name and street address of the incorporator is as follows:

<u>Name</u>	<u>Address</u>
Mary C. Sorrell, Esquire	2275 Atlantic Boulevard Neptune Beach, FL 32266

ARTICLE IX **OFFICERS**

The board of directors shall elect the following officers: President, Vice-President and Secretary, and such other officers as the bylaws of this corporation may authorize the directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the

board of directors. Until such election is held, the following persons shall serve as corporate officers:

<u>Name</u>	<u>Title</u>	<u>Address</u>
Nadia Hionides	President	47 11 th Ave.
	Secretary	Atlantic Beach, FL 32233
Madeline Hill	Vice President	2233 Seminole Rd.
		Atlantic Beach, FL 32233

ARTICLE X **MODIFICATION OF BYLAWS**

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, either by a resolution of the board of directors or by following the procedure set forth therefor in the bylaws.

ARTICLE XI **DISTRIBUTION ON DISSOLUTION**

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a non-profit fund, foundation, or corporation that is organized and operated exclusively for charitable purposes and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws. Any such assets not so disposed of by a Court of Competent Jurisdiction of the 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 XII **AMENDMENT**

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of a majority of the board of directors of the corporation.

I, the undersigned, being the incorporator of this corporation, for the purpose of forming this non-profit charitable corporation under the laws of the State of Florida, have executed these articles of incorporation on January 27, 2010.

INCORPORATOR:


Mary C. Sorrell

**STATE OF FLORIDA:
COUNTY OF DUVAL:**

BEFORE ME personally appeared **Mary C. Sorrell, Esquire**, to be well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation of **JACKSONVILLE CHILDREN'S EXPLORATION CAMP, INC.**, and acknowledged before me that she signed such Articles of Incorporation for the uses and purposes therein set forth.

WITNESS my hand and official seal at Neptune Beach, Duval County, Florida, this 27th day of January, 2010.

Mary Anne Dupont
Notary Public, State of Florida
Printed Name: Mary Anne Dupont
Commission No: DD 946778
My Commission Expires: 1-19-2014



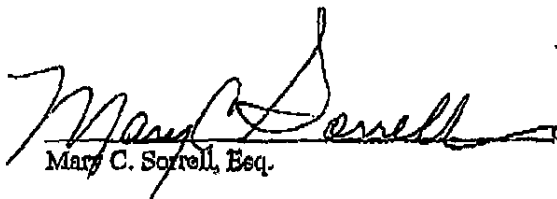
CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the state of Florida.

1. The name of the corporation is:
JACKSONVILLE CHILDREN'S EXPLORATION CAMP, INC.

2. The name and address of the registered agent and office is:
Mary C. Sorrell, Esq., 2275 Atlantic Boulevard, Neptune Beach, Florida 32266

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 POSITION AS REGISTERED AGENT.


Mary C. Sorrell, Esq.

2010 JAN 28 A 9:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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