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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2010 MAR 29 P 4:40

FILED

MAR 30 2010
D.A. WHITE

COVER LETTER

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

SUBJECT: Gwinn-Thomas Learning Resource Center Incorporated
(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: Edward Stahlin

Name (Printed or typed)

123 N. Ashley St. Suite 123

Address

Ann Arbor, MI 48104

City, State & Zip

(877) 281-6496

Daytime Telephone number

documents@directincorporation.com

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

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 8, 2010

ED STAHLIN
ENITIA CORPORATION
PO BOX 495
DEXTER, MI 48130

SUBJECT: GWINN-THOMAS LEARNING RESOURCE CENTER
INCORPORATED
Ref. Number: W10000011575

We have received your document for GWINN-THOMAS LEARNING RESOURCE CENTER INCORPORATED and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

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) 245-6933.

Dale White
Regulatory Specialist II
New Filing Section

Letter Number: 110A00005653

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10 MAR 29 PM 3:14
DIVISION OF STATE
CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
In Compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be:

Gwinn-Thomas Learning Resource Center Incorporated

ARTICLE II PRINCIPAL OFFICE

The principal street address and mailing address, if different is:

949 9th Street Live Oak FL 32064

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

Please see attachment 2.

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

The manner in which directors are elected or appointed is set out in the bylaws.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List name(s), address(es) and specific title(s):

Please see attachment 1.

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

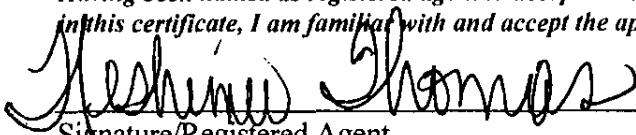
Heshimu Thomas
2125 Jackson Bluff Rd. Apt. 0102 Tallahassee FL 32304

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Edward Stahlin
123 N. Ashley St. Suite 123
Ann Arbor, MI 48104


Having been named as registered agent to accept service of process for the above stated 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

3-23-10

Date



Signature/Incorporator

Mar 16, 2010

Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following are the names and addresses of founding Directors

Name	Title	Street	City	State	Zip
Heshimu Thomas		P O Box 20283	Tallahassee	FL	32316
Eva Howard		211 Luke Ave	Live Oak	FL	32064
Edward Gwinn		5414 Orient Road	Tampa	FL	33314

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TALLAHASSEE, FLORIDA

ATTACHMENT 2 TO ARTICLES OF INCORPORATION FOR

Gwinn-Thomas Learning Resource Center Incorporated

Article III:

PURPOSE:

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, or the corresponding section of any future federal tax code. The specific purpose of the corporation is

The Gwinn - Thomas Learning Resource Center strives to create opportunities for meaningful relationships with the community and improve the educational and societal worthiness of its constituents.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article VIII:

OPTIONAL PROVISION I:

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 above. 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. 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.

OPTIONAL PROVISION II:

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 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.