

Florida Department of State
Division of Corporations
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FLORIDA PROFIT/NON PROFIT CORPORATION

charlie smith alumni association, inc.

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PS 10/8/10



October 5, 2010

FLORIDA DEPARTMENT OF STATE
Division of Corporations

EMPIRE CORPORATE KIT COMPANY

SUBJECT: CHARLIE SMITH ALUMNI ASSOCIATION, INC.
REF: W10000046499

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.

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 2011 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.

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

Ruby Dunlap
Regulatory Specialist II
New Filing Section

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APPROVED
AND
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

CHARLIE SMITH ALUMNI ASSOCIATION, INC.

(A Not-for-Profit)

Pursuant to Section 617.0202 Florida Statutes, the undersigned subscriber(s) is desirous of forming a not-for-profit corporation under the laws of the State of Florida, and hereby petition the Secretary of State for approval of such incorporation under the following proposed Certificate of Incorporation.

ARTICLE I

NAME

The name of the corporation is CHARLIE SMITH ALUMNI ASSOCIATION, INC., a not-for-profit organization.

ARTICLE II

PLACE OF BUSINESS

The principal place of business and mailing address of the corporation is 20401 NW 2nd Avenue, Suite 300. Miami Gardens, Florida 33169 as deemed appropriate by the Board of Directors/Trustees.

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ARTICLE III

PURPOSE

The corporation is organized exclusively for the purpose of charitable participation, fostered by past students to develop and enrich the educational values and experiences of the high school students within the urban and/or underprivileged community by providing adequate materials which will directly impact classrooms pursuant to Florida Statutes Section 212.08(7) and within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future Federal tax code.

ARTICLE IV

PERMITTED ACTIVITIES

Notwithstanding, any other provision of these Articles of Incorporation, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income Tax, under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue Law.

ARTICLE V

ELECTION OF DIRECTORS/TRUSTEES

The method of election or appointment of the directors or trustees, and the manner of their admission, are provided for in the bylaws of **CHARLIE SMITH ALUMNI ASSOCIATION, INC.**

ARTICLE VI

**DURATION AND BEGINNING
OF CORPORATE EXISTENCE**

The corporation shall exist perpetually. The Corporate existence shall commence as of filing of the Articles of Incorporation with the Secretary of State.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

Directors/Trustees of the Corporation shall be elected or removed in accordance with the procedures provided for in the bylaws. The number of directors/trustees may be increased or decreased from time to time, in the manner provided in the bylaws of **CHARLIE SMITH ALUMNI ASSOCIATION, INC.** The numbers constituting the initial Board of Directors of the company is 8 (eight) and the names and address of these persons who are to serve initially are as follows:

Suzzette Bryan-Dudley	943 E. 86 th Street, Brooklyn, NY 11236
Marcia Russell	532 Cape Cod Lane, Apt. T-102, Altamonte Springs, FL 32714
Nadine Wilson-Forbes	20240 NE 3 rd Court, Unit 2, Miami, FL 33179
Kerene Tucker-Mais	2929-28 Routier Road, Sacramento, CA 95827
Karlana Davis	c/o 20401 NW 2 nd Ave., Suite 300, Miami, FL 33169
Addis Lawrence	c/o 20401 NW 2 nd Ave., Suite 300, Miami, FL 33169
Inderia Ricketts-Hall	c/o 20401 NW 2 nd Ave., Suite 300, Miami, FL 33169
Gillian McClausky	c/o 20401 NW 2 nd Ave., Suite 300, Miami, FL 33169

ARTICLE VIII

DEDICATION OF ASSETS

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 which is organized and operated exclusively for educational and cultural 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.

ARTICLE IX

DISTRIBUTION OF EARNINGS

No part of the net earnings of the corporation shall insure to the benefit of, or be distributable to its members, trustees, directors, 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 Section 501(c)(3) purposes. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, the corporation shall not participate in, or intervene in any political campaign on behalf of or in opposition to any candidate for public office

ARTICLE X

REGISTERED AGENT

Pursuant to Sections 617.0501 and 617.0505, Florida Statutes, **CHARLIE SMITH ALUMNI ASSOCIATION, INC.**, has designated Nadine Wilson-Forbes as the initial Registered Agent of this corporation and the street address of the initial Registered Agent is 20240 NE 3rd Court, Unit 2, Miami, FL 33179. The principal place of business of the corporation in the State of Florida is located at 20401 NW 2ND Av, Suite 300., Miami Gardens, Florida, 33169

ARTICLE XI

SHARES

This corporation is organized under a non-stock basis.

ARTICLE XII

INCORPORATORS

The names and the street address of each incorporator of the Articles of Incorporation is recorded in the bylaws of the corporation.

ARTICLE XIII

BYLAWS

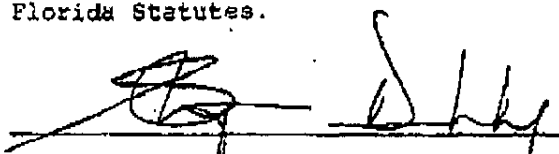
The power to adopt, alter, amend or repeal by-laws, shall be vested to the Board of Directors or Trustees. This article of incorporation does not set forth any of the corporate powers enumerated in Section 617 Florida Statutes.

ARTICLE XIV

EXECUTION

This corporation reserves the right to amend or repeal any prior provisions contained in these Articles of Incorporation or an amendment thereto.

IN WITNESS WHEREOF, the undersigned incorporator Suzzette Bryan has
executed these Articles of Incorporation, this 4 day of
October, 2010, pursuant to Section 617.01201(6)(b),
Florida Statutes.


Suzzette Bryan-Dudley (Incorporator) of
943 E. 86th Street, Brooklyn, NY 11236
for CHARLIE SMITH ALUMNI ASSOCIATION, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10 OCT -7 PM 12:35

ARTICLES
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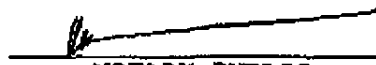
STATE OF FLORIDA)

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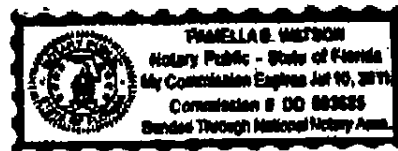
COUNTY OF DADE)

BEFORE ME, a Notary Public authorized to take acknowledgement in the State and County set forth above, personally appeared Nadine Wilson-Forbes Registered Agent known to me and known by me to be the person who executed the foregoing Article of Incorporation, and he/she acknowledged before me that he/she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal in the State and County aforesaid, this 4 day of October 2010.


NOTARY PUBLIC
State of Florida at Large

My Commission Expires:



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**CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, AND ACCEPTANCE
OF AGENT UPON WHOME PROCESS MAY BE SERVED.**

In compliance with Section 607 Florida Statutes the following is
submitted:

FIRST that CHARLIE SMITH ALUMNI ASSOCIATION, INC., desires to
organize or qualify under the laws of the State of Florida with its
principal place of business at 20401 NW Avenue, Suite 300., Miami
Gardens, Florida 33169. CHARLIE SMITH ALUMNI ASSOCIATION, INC. of
Florida, Inc., has named Nadine Wilson-Forbes of 20240 NE 3rd
Court, Unit 2, Miami, FL 33179 as its Registered Agent to accept
service of process within the State of Florida.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated
corporation, at 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 performance
of my duties.

Dated this 4 day of October, 2010.

BY: Nadine Wilson-Forbes
Nadine Wilson-Forbes
Registered Agent

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