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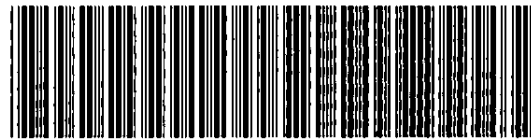
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2010 OCT 12 PM 1:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. Shivers OCT 14 2010

TRANSMITTAL LETTER

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

SUBJECT: The Jennings Foundation, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and (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: Mr. Miles Jennings

Name (printed or typed)

3471 Oak Avenue

Address

Coconut Grove, Florida 33133

City, State, Zip

Telephone: (305) 606-4289

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Articles of Incorporation of

The Jennings Foundation, Inc.

The undersigned subscribers to these Articles of Incorporation, desiring to form a Not-For-Profit corporation under the laws of the State of Florida, do hereby accept all of the rights and privileges, benefits and obligations conferred and imposed by said laws and hereby adopt the following Articles of Incorporation as the Charter of the Corporation hereby organized.

Article I. Corporate Name

The name(s) of this Corporation shall be:

The Jennings Foundation, Inc.

Principle Address: ***3471 Oak Avenue
Coconut Grove, Florida 33133***

Article II. Terms of Existence

This corporation shall have perpetual existence

Article III. Purposes and Powers

The 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 corresponding section of any future federal tax code. The Corporation may receive and administer funds for scientific, religious, educational, and charitable purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 and to that end, the Corporation is empowered to hold any property, or any undivided interest therein, without limitation as to amount or value; to dispose of any such property and to invest, reinvest, or deal with the principal or the income in such manner as, in the judgment of the directors, will best promote the purposes of the Corporation, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of Incorporation, the By-Laws of the Corporation, or any applicable laws, to do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its directors or officers except as permitted under the Not-for-Profit Corporation Law.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, trustees, directors, officers and other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution 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, 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 Income Tax under Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code.)

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TALLAHASSEE, FLORIDA

Upon dissolution of this corporation, assets shall be distributed for one or more exempt purposes with the meaning of Section 501 (c)(3) of the Internal Revenue Code, or 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.

Article IV. Capital Stock

There will be no capital stock in this corporation.

Article V. Initial Capital

The amount of capital with which this corporation may be in business shall not be less than **One Hundred Dollars (\$100.00)**.

Article VI. Directors

This corporation shall have one Executive Director initially and two other respective Directors who were elected through parliamentary procedure. The number of directors may be increased or diminished from time to time by the Bylaws of the Corporation.

The name and mailing address of the initial director who shall hold office until his successor or successors are elected and have qualified is as follows:

Mr. Miles Jennings, Executive Director
3471 Oak Avenue
Coconut Grove, Florida 33133

Article VII. Officers

The names, addresses and offices of the Officers who will serve until the first election or appointment under these Articles of Incorporation are:

<i>Name</i>	<i>Street Address</i>	<i>Office</i>
<i>Mr. Miles Jennings</i>	<i>3471 Oak Avenue, Coconut Grove , Fl</i>	<i>Executive Director</i>
<i>Mrs, Roslyn D. J. Jennings</i>	<i>3471 Oak Avenue, Coconut Grove , Fl</i>	<i>Director</i>
<i>Ms. Chandra M. Jennings</i>	<i>3471 Oak Avenue, Coconut Grove , Fl</i>	<i>Secretary/Treasurer</i>

Article VIII. Registered Agent and Registered Office

The Corporation's Registered Agent for services in the state of Florida shall be:

Mr. Miles Jennings, Executive Director
3471 Oak Avenue, Coconut Grove , Fl. 33133

The address of the registered office of this corporation shall be:

Mr. Miles Jennings, Executive Director

3471 Oak Avenue

Coconut Grove, Florida 33133

Article IX. Amendments

This Corporation reserves the rights to amend, alter, modify, or repeal any provision or provisions contained in these Articles of Incorporation, any amendment hereto in the manner now or hereafter prescribed by the Statutes of the State of Florida, and any rights and powers conferred upon the Directors and Board of Advisors herein are granted subject to this reservation.

Article X. Incorporator

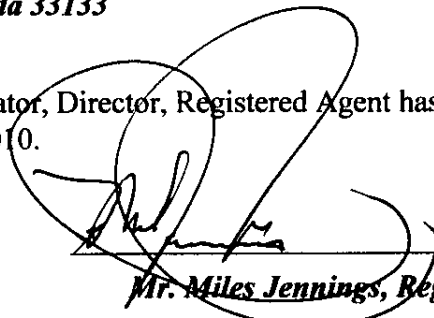
The name and mailing address of the Incorporator is as follows:

Mr. Miles Jennings, Executive Director

3471 Oak Avenue

Coconut Grove, Florida 33133

IN WITNESS WHEREOF, the above named Incorporator, Director, Registered Agent has hereunder subscribed his name, this ____ day of _____, 2010.



Mr. Miles Jennings, Registered Agent


State of Florida)

ss:

County of Miami-Dade)

Before me the undersigned authority personally appeared Mr. Miles Jennings, who is to be well known to be the person(s) described in and who subscribed the foregoing Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid this ____ day of _____, 2010.

NOTARY PUBLIC-STATE OF FLORIDA
 Josue Fostin
Commission # DD730706
Expires: DEC. 21, 2011
BONDED THRU ATLANTIC BONDING CO., INC.



Notary Public, State of Florida at-Large

(Seal)

Certificate of Designation Registered Agent/Registered Office

PURSUANT to the provisions of Section 607.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida:

1. The name of the Corporation is:
The Jennings Foundation, Inc.
2. The name and address of the registered agent and office is:

***Mr. Miles Jennings, Executive Director
3471 Oak Avenue
Coconut Grove, Florida 33133***

Signature: _____

Corporate Officer

Title: Executive Director

Dated: 8 / 23 / 2010

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 positions as Registered Agent.

Signature: _____

Dated: 8 / 23 / 2010

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