

N 11000001048

Dantzer Law Office

(Requestor's Name)

301 Yamato Road suite 1240

(Address)

Boca Raton, FL 33431

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

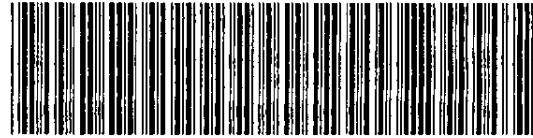
(Business Entity Name)

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Amended & Restated
w/
Name Change
DC
03-31-11



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 21, 2011

DANTZLER LAW OFFICE
301 YAMATO ROAD, SUITE 1240
BOCA RATON, FL 33431

SUBJECT: WOMEN MONEY LAW.ORG., INC.
Ref. Number: N11000001048

We have received your document and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

A certificate must accompany the Restated Articles of Incorporation setting forth one of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendments requiring member approval; OR (2) If the restatement contains an amendment requiring member approval, the date of adoption of the amendment by the members and a statement that the number of votes cast for the amendment was sufficient for approval.

Please return 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) 245-6906.

Darlene Connell
Regulatory Specialist II

Letter Number: 211A00006814

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11 MAR 31 AM 8:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Restated and Amended Articles of Incorporation

The undersigned incorporator, for the purpose of forming a Florida not-for-profit corporation, hereby adopts, restates, and amends the following Articles of Incorporation:

Article I

The name of the corporation is changed from Women Money Law.Org., Inc. to:

FINANCIAL LITERACY ORGANIZATION FOR WOMEN, INC.

Article II

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

301 Yamato Road, Suite 1240, Boca Raton, Florida 33431

Article III

The specific purpose for which the corporation is organized is:

Exclusively for charitable and educational 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.

Article IV

The manner in which directors are elected or appointed is:

As provided for in the bylaws.

Article V

The names and addresses of the persons of the initial directors of the corporation are:

Vernai Dantzler, Director, 301 Yamato Road, Suite 1240, Boca Raton, Florida 33431

Keyana Cordano, Director, 301 Yamato Road, Suite 1240, Boca Raton, Florida 33431

Lillian Huff, Director, 301 Yamato Road, Suite 1240, Boca Raton, Florida 33431

Article VI

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

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payments and distributions in furtherance of the purposes set forth in Article Third 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 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.

Article VII

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.

Article VIII

The name and address of the registered agent is:

Dantzler Law Office
301 Yamato Road, Suite 1240
Boca Raton, Florida 33431

I certify I am familiar with and accept the responsibilities of registered agent.

Registered agent signature: *Vernai Dantzler, Esq.*

Article IX

This reinstatement was adopted by the board of directors and does not contain any amendments requiring member approval.

Article X

The name and address of the incorporator is

Dantzler Law Office
301 Yamato Road, Suite 1240
Boca Raton, Florida 33431

Signature of incorporator: *Therai Dantzler, Esq.*

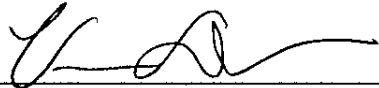
I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

The effective date for this corporation is January 25, 2011.

CERTIFICATE

I, Vernai Dantzler, a member of the Board of Directors of Women Money Law.Org., Inc certify as follows:

The attached restatement was adopted by the board of directors and does not contain any amendments requiring member approval.



Vernai Dantzler

Date: March 28, 2011