

03/10/2011

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**FLORIDA PROFIT/NON PROFIT CORPORATION
MONEY MANAGEMENT EDUCATORS, INC.**

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Attn: Ruby Dunlap

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March 10, 2011

FLORIDA DEPARTMENT OF STATE

Division of Corporations

BRENNAN MANNA AND DIAMOND, P.L.

SUBJECT: MONEY MANAGEMENT EDUCATORS, INC.
REF: W11000013758

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.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Articles must be in numeric order. Article VIII is not listed.

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

To: Ruby Dunlap
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**ARTICLES OF INCORPORATION
OF
MONEY MANAGEMENT EDUCATORS, INC.
(A Corporation Not-For-Profit)**

**ARTICLE I
NAME**

The name of the corporation (the "Corporation") is MONEY MANAGEMENT EDUCATORS, INC.

**ARTICLE II
PRINCIPAL OFFICE**

The principal office or mailing address of the Corporation is 3301 Bonita Beach Road, Suite 100, Bonita Springs, Florida 34134.

**ARTICLE III
PURPOSE**

The Corporation is organized exclusively as a charitable organization within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue Law (the "Code") and is not formed for pecuniary profit or financial gain. The Corporation is authorized to perform any lawful act or activity for which corporations not-for-profit may be formed under the Florida Not-For-Profit Corporation Act. In particular, the Corporation is organized as a charitable organization whose mission is to provide educational seminars and programs to educate individuals regarding personal money management and to receive contributions and make grants to organizations described in Section 501(c)(3) of the Code; and to perform any act incidental to, or in connection with, the foregoing purposes.

Notwithstanding any other provisions of these Articles to the contrary, the Corporation shall not have or exercise any power which would cause it not to qualify as a tax-exempt organization under section 501(c)(3) of the Code; nor shall the Corporation engage directly or indirectly in any activity which would cause the loss of such qualification. The Corporation shall be entitled to take advantage of any de minimis rule to delay filing for qualification.

**ARTICLE IV
MEMBERS**

The Corporation will not have members.

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ARTICLE V INITIAL DIRECTORS

The number of Directors constituting the Board of Directors of the Corporation shall be as provided in the Bylaws, provided, however, the number of Directors shall not be less than three (3). The manner in which the Directors are to be elected or appointed shall be as stated in the Bylaws of the Corporation. The names and addresses of the persons who are to serve as initial Directors until their successors are elected, are:

Richard Stivers	390 Seabee Ave. Naples, Florida 34108
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Annie Stivers	390 Seabee Ave. Naples, Florida 34108
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Angel Jarvis	390 Seabee Ave. Naples, Florida 34108
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ARTICLE VI INITIAL OFFICERS

The officers and their manner of election shall be as provided in the Bylaws. The initial persons who are to serve as officers of the Corporation until their successors are elected are:

Richard Stivers	President
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Annie Stivers	Secretary Treasurer
---------------	------------------------

ARTICLE VII REGISTERED AGENT

The name and address of the Corporation's registered agent are:

Donna M. Flammang, Esq.
Brennan Manna & Diamond
3301 Bonita Beach Road, Suite 100
Bonita Springs, Florida 34134

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ARTICLE VIII AMENDMENTS

These Articles may be amended as provided in the Bylaws.

ARTICLE IX DISTRIBUTION UPON DISSOLUTION

Upon the liquidation or dissolution of the Corporation, its assets, if any, remaining after payment (or provision for payment) of all liabilities of the Corporation, shall be distributed as required by Section 501(c)(3) the Code. Upon liquidation, the Board shall vote on the qualified organization or organizations to receive a distribution of the remaining assets of the Corporation. The Board shall determine which assets are to be distributed to the organizations receiving a majority vote.

ARTICLE X INCORPORATOR

The name and address of the incorporator is:

Donna M. Flammang, Esq.
3301 Bonita Beach Road, Suite 100
Bonita Springs, Florida 34134

ARTICLE XI NO PRIVATE INUREMENTS; RESTRICTIONS ON ACTIVITIES

Section 1. Prohibition on Private Inurement. Notwithstanding any other provision of these Articles to the contrary, no part of the net earnings, current or accumulated, or property of the Corporation shall inure to the benefit of, or be distributed to, any member (other than a member which is exempt from federal income tax under section 501(c)(3) of the Code), director, officer, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services actually rendered and to make payment and distributions in furtherance of the purposes set forth in these Articles.

Section 2. Prohibition on Dividends. Notwithstanding any other provision of these Articles to the contrary, the Corporation shall not have the power to declare dividends.

Section 3. Limitation on Lobbying Activities. Notwithstanding any other provision of these Articles to the contrary, no substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation.

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Section 4. Prohibition on Intervening in Political Campaigns. Notwithstanding any other provision of these Articles to the contrary, the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Section 5. Tax-Exempt Status. Notwithstanding any other provision of these Articles to the contrary, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(3) of the Code.

ARTICLE XII OPERATING RESTRICTIONS

Notwithstanding any other provision of these Articles to the contrary, during such period, or periods, as the Corporation is treated as a "private foundation" pursuant to section 509 of the Code, the Corporation must comply with the following:

Section 1. Taxable Distributions. The Corporation shall distribute its net revenues at such time and in such manner so as not to subject the Corporation to tax under section 4942 of the Code.

Section 2. Self-Dealing. The Corporation shall be prohibited from engaging in any act of self-dealing (as defined in section 4941(d) of the Code).

Section 3. Excess Business Holdings. The Corporation shall be prohibited from retaining any excess business holding (as defined in section 4941(d) of the Code) which would subject the Corporation to tax under section 4943 of the Code.

Section 4. Jeopardizing Investments. The Corporation shall be prohibited from making any investments or otherwise acquiring assets in such manner so as to subject the Corporation to tax under section 4944 of the Code. Further, the Corporation shall be prohibited from retaining any assets which would subject the Corporation to tax under section 4944 of the Code if the Directors have acquired such assets.


Section 5. Taxable Expenditures. The Corporation shall be prohibited from making any taxable expenditures (as defined in section 4945(d) of the Code).

ARTICLE XIII INDEMNIFICATION

The Corporation shall indemnify any officer, director or employee, or any former officer, director or former employee, to the fullest extent permitted by law.

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IN WITNESS WHEREOF, the undersigned incorporator, has hereunto set her hand and seal this 8th day of March, 2011, for the purpose of forming this Corporation not-for-profit under the Florida Not For Profit Corporation Act.

By: 
Donna M. Flammang, Incorporator

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APPROVED
AND
FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

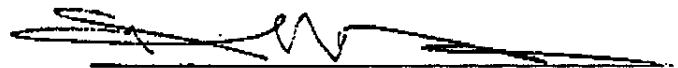
PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: MONEY MANAGEMENT EDUCATORS, INC.
2. The name and address of the registered agent is:

Donna M. Flammang, Esq.
3301 Bonita Beach Road, Suite 100
Bonita Springs, Florida 34134

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.

Registered Agent


Donna M. Flammang

Dated this 8th day of March, 2011.

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