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Division of Corporations

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Florida Department of State  
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FLORIDA PROFIT/NON PROFIT CORPORATION  
Eradicating The School-To-Prison Pipeline Foundation

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March 10, 2011

FLORIDA DEPARTMENT OF STATE

Division of Corporations

LAW OFFICES OF MICHAEL A. HALBERG, P.A.

SUBJECT: ERADICATING THE SCHOOL-TO-PRISON PIPELINE FOUNDATION, INC.  
REF: W11000013777

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.

The name of the entity must be identical throughout the document.

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Claretha Golden  
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FAX Aud. #: H11000062572  
Letter Number: 611A00005940

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**ARTICLES OF INCORPORATION  
OF  
ERADICATING THE SCHOOL-TO-PRISON PIPELINE  
FOUNDATION, INC.  
(A NON-PROFIT CORPORATION)**

STATE  
CLERK  
OFFICE  
TALLAHASSEE

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The undersigned subscriber to these Articles of incorporation, is a natural person competent to contract, hereby associate themselves together to form a non-profit corporation under the Laws of the State of Florida providing for the formation of a non-profit corporation with the powers, rights, privileges, and immunities hereinafter mentioned, and they hereby make, subscribe, and acknowledge and file with the Secretary of State of the State of Florida this Certificate of Incorporation; and to that end they do, by this Certificate, set forth the following Articles of Incorporation.

**ARTICLE I**

The name of this Corporation shall be:

**ERADICATING THE SCHOOL-TO-PRISON PIPELINE  
FOUNDATION, INC.  
(A NON-PROFIT CORPORATION)**

**ARTICLE II**

The initial post-office address of the principal office of this non-profit Corporation in the state of Florida shall be the County of Miami Dade, at 9501 SW 160 Street, Miami, FL 33157. The Board of Directors, may from time to time, move the principal office to any other address in the State of Florida.

**ARTICLE III**

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.

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#### ARTICLE IV

The names and addresses of the persons who are the initial trustees of the corporation are as follows:

Debra Mayes Pane, Ph.D.  
9501 SW 160 Street  
Miami, FL 33157

#### ARTICLE V

The Registered Agent for this non-profit corporation shall be: Debra Mayes Pane, Ph.D., and the Registered Address shall be: 9501 SW 160 Street, Miami, FL 33157.

#### ARTICLE VI

This non-profit corporation shall have no less than One (1) Director initially. The number of Directors may be increased or diminished from time to time according to the By Laws adopted by the Directors but shall never be less than One (1).

#### ARTICLE VII

The names and post-office addresses of the members of the first Board of Directors, who, subject to the provisions of these Articles of Incorporation, By-Laws of the non-profit Corporation, and the laws of the State of Florida, shall hold office for the first year of the non-profit corporation's existence, or until their successors are elected and have qualified are as follows:

Debra Mayes Pane, Ph.D.  
9501 SW 160 Street  
Miami, FL 33157

#### ARTICLE VIII

The name and post-office address of the subscriber to these Articles of Incorporation is:

Debra Mayes Pane, Ph.D.  
9501 SW 160 Street  
Miami, FL 33157

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#### ARTICLE IX

Directors shall have the powers to hold their meetings and to have one or more offices within or without the State of Florida, and to keep the books of this non-profit Corporation at such offices as the Directors shall determine, subject to the provisions of the Florida Statutes.

#### ARTICLE X

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by the Directors and approved at a meeting by a majority of the Directors, thereon, unless all of the Directors sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

#### ARTICLE XI

This non-profit Corporation is to exist perpetually.

#### ARTICLE XII

No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, trustees, officers, or other private persons, except that the corporation shall be authorized to pay reasonable compensation for services rendered and to make 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, 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.

#### ARTICLE XIII

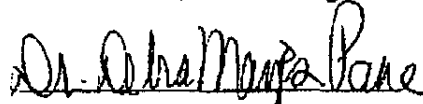
Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal

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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.

IN WITNESS WHEREOF, we being all of the original subscribers and incorporators of this Corporation for the purpose of forming a non-profit Corporation, do make and file these Articles of Incorporation with the Secretary of State of the State of Florida, and accordingly set our hands and seals this 9<sup>th</sup> day of March 2011.

  
Debra Mayes Pane, Ph.D.

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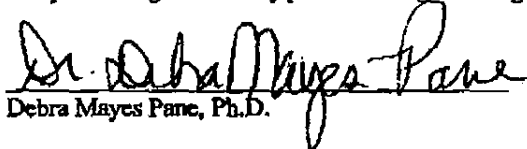
**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES,  
THE UNDERSIGNED NON-PROFIT 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: **ERADICATING THE SCHOOL-TO-PRISON  
PIPELINE FOUNDATION, INC. (A NON-PROFIT CORPORATION)**
2. The name and address of the registered agent and office is:

Debra Mayes Pane, Ph.D.  
9501 SW 160 Street  
Miami, FL 33157

Having been named as registered agent and to accept service of process for the above stated  
non-profit 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.

  
Debra Mayes Pane, Ph.D.

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CLERK OF DISTRICT COURT  
STATE OF FLORIDA

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