

N 12000001998

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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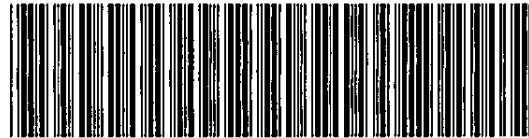
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Date: 18 January 2012

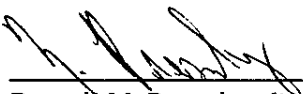
Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RE: T.E.A.C.H: Teachers Empowering All Children thru Humanitarianism, Inc.

Dear Sir/Madam

Enclosed are original and (1) copy of the Articles of Incorporation and a check for \$78.75 payable to "Secretary of State" for the filing fee and certification status.

Contact me if you need any additional information:



Brandi M. Pressley (incorporator)
1367 NW 95th Terrace
Miami, FL 33147

305-298-9068

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

**TEACHERS EMPOWERING ALL CHILDREN
thru
HUMANITARIANISM
A Florida Not for Profit Corporation**

Pursuant to Florida Statute, Chapter 617, the undersigned, acting as incorporator adopts the following Articles of Incorporation:

Article I. Name

The name of the Corporation shall be **Teachers Empowering All Children thru Humanitarianism, Inc.**

Article II. Principal Office

The principal place of business for this Corporation shall be:
10401 NW 8th Avenue, Miami, FL 33147;

Article III. Mailing Address:

The mailing address of this Corporation shall be:
10401 NW 8th Avenue, Miami, FL 33147

Article IV. Purpose of Corporation

The purpose by which the Corporation was organized is:

1. To expand the availability of educational tools to residents of Miami-Dade and Broward County, FL; to provide quality technical assistance towards equitable learning opportunities for all low income residents of Miami-Dade and Broward County, FL. It is the purpose of this Corporation thereby to relieve the poor, distressed, and underprivileged by enabling them to secure human services and resources needed so that they may expand their educational opportunities. Thus, lessening the burdens of government and promoting social welfare.

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2. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, associations, trusts, institutions, foundations, or governmental bureaus, departments or agencies.

3. All of the foregoing purposes shall be exercised as exclusively charitable and educational purposes in such a manner that the Corporation will qualify as an exempt organization 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. Duration/Membership

This Corporation shall have perpetual existence. The qualifications for members and the manner of their admission shall be regulated by the by-laws.

Article VI. Board of Directors

The method of selection of the Board of Directors and number of directors shall be stated in the by-laws.

Article VII. Incorporators

The name and address of the incorporators are:

Brandi M. Pressley, 1367 NW 95th Street, Miami, FL 33147
Kenneth M. Kilpatrick, 1901 NW 81st Street, Miami, FL 33147
Rev. Richard P. Dunn II, 1895 NW 57th Street, Miami, FL 33142
Eric Pressley 1367 NW 95th Terrace, Miami, FL 33147

Article VIII 501(c)(3) LIMITATIONS

1. Corporate Purposes: Notwithstanding any other provision of these articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal and state income tax under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any further United States Internal Revenue law.

2. Exclusivity: The Corporation is organized exclusively for charitable and educational purposes.

- d.) The Corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- e.) The Corporation will not make any taxable expenditure as defined in section 4934(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article IX. Indemnification

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.

Article X. Registered Agent

The individual named in this Article is the Registered Agent for the Corporation for services of process in Florida on behalf of the Corporation. The address of the Registered Agent also serves as the initial registered office of the Corporation.

Registered Agent: Brandi M. Pressley
Address: 10401 NW 8th Avenue
Miami, FL 33147

Article XI. Amendment

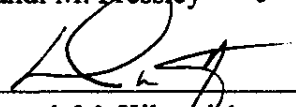
The Articles of Incorporation may be amended in any manner consistent with the laws of the State of Florida.

Execution

I hereby acknowledge and sign these Articles of Incorporation and submit the same to the Florida Division of Corporations for official filing on this 18 day of January, 2012.


Brandi M. Pressley

18 January 2012


Kenneth M. Kilpatrick

1/18/12


Richard P. Dunn, II

1/18/12


Eric Pressley

1/18/12

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Acceptance of Registered Agent

Having been named as Registered Agent of the above Corporation at the place designated in the Articles of Incorporation, I, Brandi M. Pressley, hereby accept to act in the capacity, and agree to comply with the provisions of the Florida Statutes pertaining to duties and responsibilities of a Registered Agent.

Duly executed this 18 day of January, 2012 in Miami-Dade County, Florida

By:


Brandi M. Pressley