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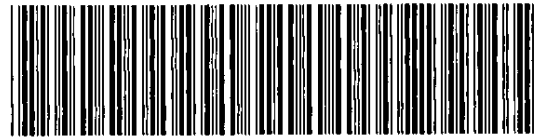
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

π 04/17/12

COVER LETTER

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

SUBJECT: Learning Innovation, Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (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: Kristopher Benz

Name (Printed or typed)

9153 Roan Lane

Address

Palm Beach Gardens, FL 33403

City, State & Zip

561-627-8138

Daytime Telephone number

kristopherbenz@yahoo.com

E-mail address: (to be used for future annual report notification)

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

Articles of Incorporation of , Inc.

A Corporation Not For Profit

This is a nonprofit corporation, organized solely for charitable, religious, educational, and scientific purposes pursuant to the Florida Corporations Not For Profit Act set forth in Chapter 617 of the Florida Statutes.

Article One – The name of the Corporation shall be Learning Innovation, Inc.

Article Two – The principal office and the mailing address of the Corporation is

9153 Roan Lane
Palm Beach Gardens, FL
33403

Article Three – The period of duration of this Corporation is perpetual, unless dissolved according to law. Corporate existence shall commence upon the filing of these Articles of Incorporation.

Article Four – The specific and general purposes for which the Corporation is formed are:

(a) To operate by offering programs and resources for the community with specific focus on education and life skills.

and

(b) To operate exclusively in any other manner for such charitable, religious, educational and scientific purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended.

Article Five – The Corporation may, but need not, admit any person as a member of the Corporation upon such conditions and with such privileges as approved by a resolution of the Board of Directors. Any member so admitted shall have no right to receive notice of, vote in, or otherwise participate in any meeting concerning the operations of the Corporation unless otherwise provided in the Bylaws.

Article Six – The name and Florida street address of the initial registered agent is:

Kristopher Benz
9153 Roan Lane
Palm Beach Gardens, FL 33403

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TALLAHASSEE, FLORIDA

Article Seven – The powers of this Corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The number of Directors of the Corporation shall be no less than three, and shall otherwise be established and regulated by the Bylaws. Directors of the Corporation shall be elected in the manner provided in the Bylaws.

Article Eight – The names and addresses of the persons who are to serve as the initial directors of the corporation are as follows:

Name: Kristopher Benz
Address: 9153 Roan Lane
Palm Beach Gardens, FL
33403

Name: Ivory Baker
Address: 4843 Brady Ln.
Palm Beach Gardens, FL
33413

Name: Tom Mansmith
Address: 2730 Twin Oaks Way
Wellington, FL
33414

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The Directors named herein as the initial Board of Directors shall hold office until their successors are elected and qualified at the first annual meeting of the Board at which time an election of the Directors shall be held.

Article Nine – Amendments to these Articles of Incorporation may be adopted at a meeting of the Board of Directors by majority vote of the directors then in office.

Article Ten - No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Four 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 of 1986, 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 of 1986, or the corresponding section of any future federal tax code. 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 Eleven – The property of the Corporation is irrevocably dedicated to charitable, religious, educational, and scientific purposes, and no part of the net income or assets of the Corporation shall ever inure to the benefit of any director or officer, or to the benefit of any private individual.

Article Twelve – 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 disposed of shall be disposed of by a Court of Competent Jurisdiction of Palm Beach County, 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 Thirteen – Subject to limitations contained in Bylaws and any limitations set forth in the Corporations Not For Profit Law of the State of Florida, the Bylaws of this Corporation may be made, altered, rescinded, added to, or new Bylaws may be adopted, either by resolution of the Board of Directors, or by following the procedures set forth therefore in the Bylaws.

Article Fourteen – The name and address of the Incorporator is:

Kristopher Benz
9153 Roan Lane
Palm Beach Gardens FL 33403

The undersigned, being the Incorporator of this Corporation, for the purpose of forming this nonprofit Corporation under the laws of the State of Florida, has executed these Articles of Incorporation, this 12th day of April, 2012.

K-12-37
Incorporator

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity and I further agree to comply with the provisions of all the statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of section 607.0505, Florida Statutes.

K-12-37
Registered Agent

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CLERK OF STATE
TALLAHASSEE, FLORIDA