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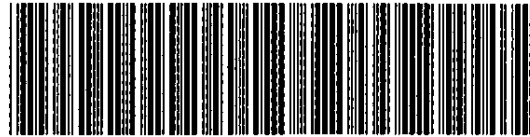
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DIVISION OF CORPORATIONS
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PS 11/21/13



Arlington Academy of Miami LLC
State Registration # 134127



Ms. Blye
Principal

Ms. A. Blye
Administrator

Ms. B. Cime
PTA President

Ms. B. Cime
PTA Vice President

November 6, 2013

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

This letter is being written on behalf of the Managing Members of Arlington Academy of Miami LLC.

We, the Managing Members will not revolt the Article of Dissolution of said Limited Liability Company (LLC) and thereby release the name to be filed by another entity. The EIN number will remain with the name of the corporation.

The Limited Liability Company (LLC) is being dissolve to be filed as a not for profit corporation.

Sincerely,

Aundrea Blye
Managing Member

A handwritten signature in black ink, appearing to be 'Aundrea Blye', written over the printed name.

Annette Blye
Managing Member

A handwritten signature in black ink, appearing to be 'Annette Blye', written over the printed name.

COVER LETTER

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

SUBJECT: **ARLINGTON ACADEMY OF MIAMI, 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: **AUNDREA BLYE**

Name (Printed or typed)

4814 NW 167TH STREET

Address

MIAMI GARDENS, FL 33014

City, State & Zip

305-741-8182

Daytime Telephone number

ARLINGTONDIRECTOR@GMAIL.COM

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

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

ARTICLE OF INCORPORATION

OF

ARLINGTON ACADEMY OF MIAMI, INC.

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The undersigned subscriber to these Article of Incorporation is a natural person competent to contract and hereby form a Corporation for nonprofit under Chapter 617, Florida Statutes. Profit)

**ARTICLE I
NAME**

Section 1.1 This name of the Corporation shall be: **ARLINGTON ACADEMY OF MIAMI INC.** A Not For Profit Florida Corporation

**ARTICLE II
PRINCIPLE OFFICE**

Section 2.1 The Corporation's principle office of this corporation in the State of Florida is:

4814 NW 167th Street
Miami Gardens, Florida 33014

**ARTICLE III
PURPOSE OF CORPORATION**

The purpose of which the corporation is organized is:

Section 3.1 The specific purpose for which the Corporation is organized are to foster and administer educational services as outlined in the bylaws of the operation and to distribute the whole or any part of the income there from the principal thereof exclusively for educational purposes.

The corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes the making of distributions to organization that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code 1986, as amended, or corresponding section of any future federal tax code.

Section 3.2 Said organization 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

under any corresponding provisions of any subsequent federal tax laws covering the distributions to organizations qualified as tax exempt.

Section 3.3 No part of the net earnings of the organization shall inure to the benefit or, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization 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. Notwithstanding any other provision of this document, the organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contribution to which are deductible under section 170(c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Section 3.4 And object of this corporation shall be to act as a service and referral service organization to assist individuals, particularly the at risk and disadvantaged and other institutions connected therewith of a religious, educational, charitable and benevolent nature, and to establish and engage in charitable, humanitarian and philanthropic activities to the benefit of the underprivileged members of society, creating programs for the chronically at risk. We endeavor to provide for the existence of structured leadership and organizational cohesion by the establishment of community based initiatives via outreach programs, halfway houses and foster homes. To provide a forum where the dynamism of the human spirit may be guided and molded into an effective organism committed through the need for support.

Section 3.5 Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future 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 the Court of Common Pleas of the county in which the principal office of the organization 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.

Section 3.6 For any purposes stated in the Article of Incorporation.

Section 3.7 To do any and all things related to and in connection with the carrying out of the object and purpose herein above set forth.

Section 3.8 For the advancement of religious, charitable, educational, and other related corresponding charitable purposes by the distribution of its funds for such purposes.

Section 3.9 Notwithstanding any other provision in this document, the purposes will be limited exclusively to exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE IV MANNER OF ELECTIONS

The manner in which the directors are elected and appointed:

Section 4.1 This Corporation shall appoint the Directors of the Corporation.

Section 4.2 This Corporation shall have a membership consisting of the Board of Directors of the Corporation serving from time to time.

ARTICLE V DIRECTORS

Section 5.1 The affairs of the Corporation shall be governed by a Board of Directors (hereinafter referred to as the ("Board")), subjected to the restriction that, except as specifically set forth to the contrary in the Bylaws, the exercise of any powers or actions of the Board shall require the approval thereof by a majority vote of the Board present at a meeting at which a quorum of no less than three (3) Directors are present. The affirmative vote of any three (3) Directors shall be necessary for all corporate action requiring a vote of the Board, including, but not limited to the following:

Section 5.2 The Board of Directors shall consist of the following members elected in accordance with this Section and the Bylaws:

Aundrea Blye
President-CEO

4814 NW 167th St
Miami Gardens, Florida 33014

Annette Blye
Director

4814 NW 167th St
Miami Gardens, Florida 33014

Beverly Smith
Director

4814 NW 167th St
Miami, Florida 33014

ARTICLE VI BYLAWS

The Board of Director(s) of the Corporation shall have power to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority

of the number who would constitute a full Board of Directors at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

ARTICLE VII DURATION

Section 6.1 The Corporation shall have perpetual existence unless dissolved pursuant to law.

ARTICLE VIII NON-STOCK CORPORATION

Section 7.1 The Corporation shall be organized on a non-stock basis under the Florida Not for Profit Corporation Act and may issue Certificates of membership.

ARTICLE IX EFFECTIVE DATE

This Article of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE X AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon directors in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

ARTICLE XI REGISTERED AGENT AND REGISTERED OFFICE

Section 8.1 The name and address of the registered agent is:

Annette Blye
4814 NW 167th Street
Miami Gardens, Florida 33014

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DIVISION OF CORPORATIONS


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**ARTICLE XII
INCORPORATOR**

Section 9.1 The name and address of the Incorporator is:

Aundrea Blye
4814 NW 167th Street
Miami Gardens, Florida 33014

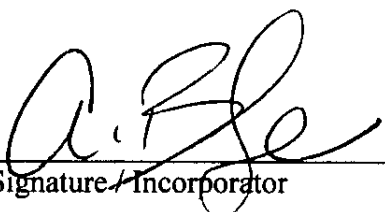
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Signature / Registered Agent

11-6-13
Date

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in Section 817.155, Florida Statutes



Signature / Incorporator

11-6-13
Date