

8/2/2017

Division of Corporations

Florida Department of State
Division of Corporations
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DIVISION OF CORPORATIONS
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FLORIDA PROFIT/NON PROFIT CORPORATION
Learning Village at AADA, Inc.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
| Certified Copy | 1 |
| Page Count | 05 |
| Estimated Charge | \$78.75 |

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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JUN 05 2017

K. Brumbley

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

SUBJECT: Learning Village at AADA, 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: Cheyenne Moseley, LegalZoom.com, Inc.
Name (Printed or typed)

101 N. Brand Blvd., 10th Floor
Address

Glendale, CA 91203
City, State & Zip

323-862-8600 ext 7625
Daytime Telephone number

bizcorefilings@legalzoom.com
E-mail address: (to be used for future annual report notification)

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

ARTICLE I NAME

The name of the corporation shall be: Learning Village at AADA, Inc.

ARTICLE II PRINCIPAL OFFICE

Principal ~~street~~ address
4053 Bee Ridge Rd
Sarasota, Florida 34233

Mailing address, if different is:

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

Please see attached

ARTICLE IV MANNER OF ELECTION The manner in which the directors are elected and appointed:

The method by which the directors of the corporation are elected or appointed will be stated in the bylaws.

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

Name and Title: Christina Miller, President, Director
Address: 4053 Bee Ridge Rd
Sarasota, Florida 34233

Name and Title: Jacquil Pepper, Secretary, Director
Address: 4053 Bee Ridge Rd
Sarasota, Florida 34233

Name and Title: Uriel Oulles, Treasurer
Address: 4053 Bee Ridge Rd
Sarasota, Florida 34233

Name and Title: Joanne Whitney, Director
Address: 4053 Bee Ridge Rd
Sarasota, Florida 34233

Name and Title: Damian Pepio, Director
Address: 4053 Bee Ridge Rd
Sarasota, Florida 34233

Name and Title:
Address:

ARTICLE VI REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Name: Q CONCEPT GROUP, LLC
Address: 2780 Coconut Bay Ln
Sarasota, Florida 34237

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Name: Cheyenne Moseley, Legalzoom.com, Inc.
Address: 9900 Spectrum Drive
Austin, TX 78717

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Required Signature of Registered Agent

Q CONCEPT GROUP, LLC

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 s.817.135, F.S.

Required Signature of Incorporator

Cheyenne Moseley LegalZoom.com, Inc., Asslt. Secretary

Date

H17000149059 3

Attachment to
Articles of Incorporation of
Learning Village at AADA, Inc.

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 the section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The business activity for said organization is as follows: Our non for profit will be formed to help working families receive affordable childcare, to train and help pay for teachers furthering their education in the ECE field, to create community events targeting healthy eating, healthy living, environmentally conscience events, community outreach programs. Affordable after school programs, community gardens, etc.

No part of the net earnings of this organization shall inure to the benefit of, or be distributable to, its members, trustees, 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 herein. No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and this 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 this document, 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, 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, or the corresponding section of any future federal tax code.

Upon the dissolution of this corporation, assets remaining 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 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 by a Court of Competent Jurisdiction 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.

H17000149059 3

**ACTION BY WRITTEN CONSENT
OF THE SOLE INCORPORATOR
OF**

**Learning Village at AADA, Inc.,
A Florida Not For Profit Corporation,
June 2, 2017**

The undersigned, acting as the sole incorporator of Learning Village at AADA, Inc., a Florida Not For Profit Corporation (the "Corporation"), hereby approves and adopts the following resolutions by this written consent without a meeting (this "Written Consent") pursuant to the Florida Not For Profit Corporation Act, which shall be effective upon the commencement of the Corporation's existence:

RESOLVED, that each person named below is hereby elected to serve as a Director of the Corporation until such time as his or her successor is duly elected and qualified:

Christina Miller
Joanne Whitney
Jacqui Pepper
Damian Pepio

RESOLVED FURTHER, that the officers of the Corporation, as elected by the Corporation's Board of Directors, are authorized and directed to insert a copy of this Written Consent in the minute book of the Corporation.

RESOLVED FURTHER, that the undersigned, the sole incorporator of the Corporation, hereby resigns as the incorporator of the Corporation, effective upon the commencement of the Corporation's existence.

IN WITNESS WHEREOF, the undersigned executes this Written Consent as of the date set forth above.



By: Cheyenne Moseley, Assistant Secretary
LegalZoom.com, Inc.