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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SEP 06 2017

K. Brumbley

COVER LETTER

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

SUBJECT: SCRIPTSHOT LEARNING CORPORATION

(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: KARL ROBERT ZAWOY

Name (Printed or typed)

21007 NW 190 AVE

Address

HIGH SPRINGS, FL, 32643

City, State & Zip

386-344-1226

Daytime Telephone number

kzawoy@gmail.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
SCRIPTSHOT LEARNING CORPORATION
(A FLORIDA NOT FOR PROFIT CORPORATION)**

Effective upon September 6th, 2017, the undersigned, for the purpose of forming a Florida not for profit corporation under Florida Statute §617, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be SCRIPTSHOT LEARNING CORPORATION, a Florida not for profit corporation (the "Corporation").

ARTICLE II - PRINCIPAL OFFICE

The principal office address of the Corporation is:

21007 NW 190 Ave
High Springs, Florida 32643

The mailing office address of the Corporation is:

15202 NW 147th Drive
Suite 1200-250, Alachua FL 32615

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ALACHUESE, FLORIDA

ARTICLE III - PURPOSES

The purposes for which this Corporation is organized shall be limited to those which are strictly charitable. The Corporation's purposes include but are not limited to:

(a) Fundraising for and Providing children's services that are focused primarily in the areas of education and science (the "Purpose");

(b) to assist other not for profit companies in fulfilling the Purpose, and in the discretion of the Corporation's Board of Directors, to support other not-for-profit companies organized for charitable purposes; provided that each such corporation is an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, its regulations or the corresponding provision of any applicable future United States Internal Revenue law or regulation (hereinafter collectively referred to as the "Code") and in Section 509(a)(1) or (2) of the Code and further provided that the Corporation should be operated, supervised, or controlled in connection with each supported organization within the meaning of Section 509 (a)(3) of the Code.

(c) conduct any and all lawful affairs and business incident to the Purpose and to exercise any corporate powers enumerated in Chapters 607 or 617, Florida Statutes, as amended from time to time, but solely to benefit and further the interests and Purpose of the Corporation.

The purposes for which this Corporation is organized shall be limited to those which are strictly charitable. In no event shall this Corporation engage in any activity which would be contrary to the purposes and activities: (1) permitted to be engaged in by any organization the activities of which are exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986; or (2) of a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder.

The Corporation shall not engage, nor shall any of its funds, property, or income be used, in carrying on propaganda or otherwise attempting to influence legislation, nor shall the Corporation participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office, nor shall the Corporation engage in subversive activities.

The Corporation shall not be operated for the primary purpose of carrying on an unrelated trade or business as defined in Section 513 of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder.

No compensation shall be paid to any member, officer, director, trustee, creator or organizer of the Corporation or substantial contributor to it except as a reasonable allowance for services actually rendered to or for the Corporation.

The Corporation is organized to serve public interests. Accordingly, it shall not be operated for the benefit of private interests. Further, the Corporation shall provide equal employment opportunities to all persons, regardless of race, color, national origin, gender, age or religion.

ARTICLE IV – MANNER OF ELECTION

The directors are elected and appointed shall initially be made by the Corporation's sole Director. Subsequent election be provided for in the Corporation's Bylaws. The term, manner of election and removal and number of directors shall be fixed in the Bylaws of the Corporation.

ARTICLE V – INITIAL OFFICERS AND/OR DIRECTORS

The initial officer and director of the Corporation is:

Name and Address:

Title:

Carolyn Zawoy
21007 NW 190 Ave
High Springs, FL 32643

Director, President

Karl Robert Zawoy
21007 NW 190 Ave
High Springs, FL 32643

Director, Secretary, Treasurer

ARTICLE VI - REGISTERED AGENT

The street address of the registered office of this Corporation is:

21007 NW 190 Ave
High Springs, FL 32643

The name of the Corporation's registered agent at that office is:

Karl Robert Zawoy

ARTICLE VII - INCORPORATOR

The following is the name and street address of the incorporator is:

Karl Robert Zawoy
21007 NW 190 Ave
High Springs, FL 32643

ARTICLE VIII - POWERS

The Corporation shall have all the powers granted to not for profit corporations under the laws of the State of Florida which are necessary or convenient to effect any and all purposes for which the Corporation is organized. Subject to any applicable limitations, the Corporation shall have the power to receive, accept, use, hold, manage, and dispose of all types of real and personal property given, transferred, devised, or bequeathed to it, in trust or otherwise, for the purposes described above and for any purposes incidental thereto. In no event, however, shall the Corporation have or exercise any power which would cause it not to qualify as a tax-exempt organization under Section 501(c)(3) or Section 170 of the Internal Revenue Code; nor shall the Corporation engage directly or indirectly in any activity which would cause the loss of such qualification. No part of the assets or the net earnings, current or accumulated, of the Corporation shall inure to the benefit of any private individual.

ARTICLE IX - AMENDMENTS TO THE ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended by the Board of Directors, by majority vote, at a meeting of the directors duly called and held in accordance with the Bylaws.

ARTICLE X – DISSOLUTION

Upon the liquidation or dissolution of the Corporation, its assets, if any, remaining after payment (or provision for payment) of all liabilities of the Corporation, shall be distributed to, and only to the District, or if such organization has ceased to exist, to any one or more organizations qualified as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder which provides educational services to

the residents of Alachua County, Florida. No part of the assets or the net earnings, current or accumulated, of the Corporation shall inure to the benefit of a private individual.

ARTICLE XI – EFFECTIVE DATE

The effective date for filing these Articles of Incorporation with the Secretary of State of the State of Florida is September 6, 2017.

IN WITNESS WHEREOF, these Articles of Incorporation have been subscribed this 6th day of September 2017, by the undersigned who affirms that the statements made hereto are true and correct.

SCRIPTSHOT LEARNING CORPORATION

By: Karl Robert Zawoy
Karl Robert Zawoy
Incorporator

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.

SCRIPTSHOT LEARNING CORPORATION

By: Karl Robert Zawoy
Karl Robert Zawoy
Registered Agent