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COVER LETTER

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

SUBJECT: Spreading the Love of Literacy and Math, 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: Lori Snell

Name (Printed or typed)

343 Lamella Ave.

Address

Lehigh Acres, FL 33974

City, State & Zip

239-324-1815

Daytime Telephone number

lorisfluff@aol.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
In compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be: Spreading the Love of Literacy and Math, Inc.

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ARTICLE II PRINCIPAL OFFICE

Principal street address:

343 Lamella Ave.

Lehigh Acres, FL 33974

Mailing address, if different is:

ARTICLE III PURPOSE

The purpose for which the corporation is organized is: see attached

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

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

Name and Title: Lori Snell - President

Address: 343 Lamella Ave.

Lehigh Acres, FL 33974

Name and Title: Taquila Jones - Vice-President

Address: 343 Lamella Ave.

Lehigh Acres, FL 33974

Name and Title: Maricela Nunez - Secretary

Address: 343 Lamella Ave.

Lehigh Acres, FL 33974

Name and Title: Andria Pierre - Treasurer

Address: 343 Lamella Ave.

Lehigh Acres, FL 33974

Name and Title: Tempress E. Solomon - Director

Address: 343 Lamella Ave.

Lehigh Acres, FL 33974

Name and Title: _____

Address: _____

Name and Title: _____ Name and Title: _____

Address: _____ Address: _____

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Name and Title: _____ Name and Title: _____

Address: _____ Address: _____

ARTICLE VI REGISTERED AGENT

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

Name: Lori Snell

Address: 343 Lamella Ave.

Lehigh Acres, FL 33974

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Name: Lori Snell

Address: 343 Lamella Ave.

Lehigh Acres, FL 33974

ARTICLE VIII EFFECTIVE DATE:

Effective date, if other than the date of filing: _____ (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five days prior or 90 days after the filing.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

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

Lori Snell
Required Signature of Registered Agent

8/13/19
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 s.817.155, F.S.

Lori Snell
Required Signature of Incorporator

8/13/19
Date

BYLAWS
SPREADING THE LOVE OF LITERACY AND MATH, INC.

BYLAWS OF Spreading the Love of Literacy and Math, Inc

ARTICLE I ORGANIZATION

Section 1. The name of the organization shall be Spreading the Love of Literacy and Math, Inc.

ARTICLE II PURPOSE

Section 1: This organization has been exclusively formed is for charitable, scientific and educational purposes, more specifically to provide quality community services that educate, equip, empower, encourage, and edify.

Mission: The mission of Spreading the Love of Literacy and Math is to serve as an agent of hope, while strategically partnering with other agencies, both private and public, to provide research-based math and reading programs that improve the quality of life for our inner-city youth.

The Spreading the Love of Literacy and Math, Inc's Core Values are: Integrity, Respect, Community-Centered, Spirit of Excellence, Supportive, Self-Restraint

ARTICLE III MEMBERSHIP

Section 1: Membership shall consist only of the members of the Board of Directors.

ARTICLE IV HEADQUARTERS OFFICE

Section 1. Offices. The registered Headquarters shall be at **(343 Lamella Ave Lehigh Acres, FL 33974)** (herein after known as, the "State"). The corporation may also have offices in a variety of other places both within and without the State, as the Board of Directors may from time to time determine or the business of the corporation may require.

ARTICLE V MEETINGS

Section 1. Annual Meetings. The date of the regular annual meeting shall be established by the Board of Directors. Written notice of the annual meeting stating the place, date and hour of the meeting shall be given to each entitled to vote at such meeting not less than ten (10) no more than fourteen (14) days before the date of the meeting. The director in charge of the ledger of the corporation shall prepare and make, at least five (5) days before every meeting of members, a complete list of the members entitled to vote at the meeting, arranged in alphabetical order, and showing the address of each and their email address. The list shall also be produced and kept at the time and place of the meeting during the whole time thereof and may be inspected by any who is present.

BYLAWS

SPREADING THE LOVE OF LITERACY AND MATH, INC.

Section 2. Special Meetings. Special meetings of the members, for any purpose or purposes, unless otherwise prescribed by statute or by the Articles of Incorporation (hereinafter, the "Certificate"), may be called by the President or Secretary at the request in writing of a majority of the Board of Directors, or at the request in writing of members of the corporation entitled to vote. Such request shall state the purpose or purposes of the proposed meeting. Written notice of a special meeting stating the place, date and hour of the meeting and the purpose or purposes for which the meeting is called, shall be given not less than ten (10) or more than sixty (60) days before the date of the meeting, to each member entitled to vote at such meeting. Business transacted at any special meeting shall be limited to the purposes stated in the notice.

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ARTICLE VI BOARD OF DIRECTORS

Section 1: Board Role, Size, Compensation. The Board is responsible for overall policy and direction of Spreading the Love of Literacy and Math, Inc and delegates responsibility for day-to-day operations to the Program Administrator. The Board shall have up to 9 and not fewer than 5 members. The board of Directors may receive compensation for specialized projects completed on behalf of The Spreading the Love of Literacy and Math, Inc and other than reasonable expenses.

Section 2: Meetings. The Board shall meet at least once a month, at an agreed upon time and place.

Section 3: Board Elections. Election of new directors or election of current directors to a second term will occur as the first item of business at the annual meeting of the corporation. Directors will be elected by a majority vote of the current directors.

Section 4: Terms. All Board members shall serve 2-year terms but are eligible for re-election.

Section 5. Quorum. The members who are entitled to vote, must present in person or be represented by proxy. 3 of 5 (60%) shall constitute a quorum at all meetings for the transaction of business, except as otherwise provided by statute or by the Certificate. If, however, such quorum shall not be present or represented at any meetings, the members entitled to vote, present in person or represented by proxy, shall have power to adjourn the meeting to a future date at which a quorum shall be present or represented. At such adjourned meeting at which a quorum shall be present or represented any business may be transacted which might have been transacted at the meeting as originally notified. Notice need not be given of the adjourned meeting if the time and place are announced at the meeting in which the adjournment occurs. If the adjournment is for more than thirty (30) days, or if after the adjournment a new record date is fixed for the adjourned meeting, a notice of the adjourned meeting shall be given to each member of record entitled to vote at the meeting.

Section 6. Voting. When a quorum is present at any meeting, the vote of those having voting power present in person or represented by proxy shall decide any question brought before such

BYLAWS

SPREADING THE LOVE OF LITERACY AND MATH, INC.

meeting, unless the question is one upon which by express provision of the statutes or of the Certificate, a different vote is required in which case such express provision shall govern and control the decision of such question. When voting by ballots the President of such meeting shall, prior to the commencement of balloting, appoint a committee of three who shall act as "Inspectors of Election" and who shall, at the conclusion of such balloting certify in writing to the President the results and the certified copy shall be physically affixed in the minute book to the minutes of that meeting. No inspector of election shall be a candidate for office or shall be personally interested in the question voted upon.

Section 7. Written Consent. Unless otherwise provided in the Certificate, any action required to be taken at any annual or special meetings of the corporation, or any action which may be taken at any annual or special meetings, may be taken without prior notice and without a vote, if a consent in writing, setting forth the action so taken. Prompt notice of the taking of the corporate action without a meeting by less than unanimous written consent shall be given to those who have not consented in writing and to the Secretary of the corporation. Any such consent shall be filed with the minutes of the corporation.

Section 8. Officers and Duties. There shall be four officers of the Board consisting of a President, Vice President, Secretary and Treasurer. Their duties are as follows:

- The President shall convene regularly scheduled Board meetings, shall preside or arrange for other members of the executive committee to preside at each meeting in the following order: Vice-President, Secretary and Treasurer.
- The Vice-President will chair committees on special subjects as designated by the board.
- The Secretary shall be responsible for keeping records of Board actions, including overseeing the taking of minutes at all board meetings, sending out meeting announcements, distributing copies of minutes and the agenda to each Board members, and assuring that corporate records are maintained.
- The Treasurer shall make a report at each Board meeting. Treasurer shall chair the finance committee, assist in the preparation of the budget, help develop fundraising plans, and make financial information available to Board members and the public.

Section 9: Vacancies. When a vacancy on the Board exists, nominations for new members may be received from present Board members by the Secretary two weeks in advance of a Board meeting. These nominations shall be sent out to Board members with the regular Board meeting announcement, to be voted upon at the next Board meeting. These vacancies will be filled only to the end of the particular Board member's term.

Section 10: Resignation, Termination and Absences. Resignation from the Board must be in writing and received by the Secretary. A Board member shall be dropped for excess absences from the Board if s/he has three unexcused absences from Board meetings in a year. A Board member may be removed for other reasons by a three-fourths vote of the remaining directors.

Section 11: Special Meetings. Special meetings of the Board shall be called upon the request of the Chair or one-third of the Board. Notices of special meetings shall be sent out by the Secretary

BYLAWS

SPREADING THE LOVE OF LITERACY AND MATH, INC.

to each Board member postmarked two weeks in advance.

ARTICLE VII COMMITTEES

Section 1: The Board may create committees as needed, such as fundraising, housing, etc. The Board Chair appoints all committee chairs.

Section 2: The five officers serve as the members of the Executive Committee. Except for the power to amend the Articles of Incorporation and Bylaws, the Executive Committee shall have all of the powers and authority of the Board of Directors in the intervals between meetings of the Board of Directors, subject to the direction and control of the Board of Directors.

Section 3: Finance Committee. The Treasurer is chair of the Finance Committee, which includes three other Board members. The Finance Committee is responsible for developing and reviewing fiscal procedures, a fundraising plan, and annual budget with staff and other Board members. The Board must approve the budget, and all expenditures must be within the budget. Any major change in the budget must be approved by the Board or the Executive Committee. The fiscal year shall be the calendar year. Annual reports are required to be submitted to the Board showing income, expenditures and pending income. The financial records of the organization are public information and shall be made available to the membership, Board members and the public.

ARTICLE VIII AMMENDMENTS

Section 1: These Bylaws may be amended when necessary by a two-thirds majority of the Board of Directors. Proposed amendments must be submitted to the Secretary to be sent out with regular Board announcements.

ARTICLE IX INDEMINIFICATION AND INSURANCE

Section 1. Indemnification. The corporation shall indemnify to the full extent authorized or permitted by the general corporation law of the State, as now in effect or as hereafter amended, any person made, or threatened to be made, a party to any threatened, pending or completed action, suit or proceeding (whether civil, criminal, administrative or investigate, including an action by or in the right of the corporation) by reason of the fact that he is or was a director, officer, employee or agent of the corporation or serves or served any other enterprise as such at the request of the corporation.

The foregoing right of indemnification shall not be deemed exclusive of any other rights to which such persons may be entitled apart from this Article IX. The foregoing right of indemnification shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such a person.

Section 2. Insurance. The corporation may purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against any liability asserted against him or her and incurred by him or her in any such capacity, or arising out of his or her status as such, whether or not the corporation would have the power to indemnify him or her against such liability under the provisions of the general corporation law of the State.

BYLAWS
SPREADING THE LOVE OF LITERACY AND MATH, INC.

These Bylaws were approved at a meeting of the Board of Directors of _____ on
June 15, 2019.



President of Spreading the Love of Literacy and Math, Inc.

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Articles of Incorporation

Purpose

Spreading the Love of Literacy and Math, Inc. was founded in June 2019 whose mission is to impact the lives of inner-city youth by setting up strong literacy and math programs with detailed curriculum that will cater to children ages 5-18. The goal is to expand our curriculum in various settings while partnering with faith-based and community-based organizations to help increase the reading and math skills of inner-city youth.

Spreading the Love of Literacy and Math, Inc. is formed exclusively for charitable, scientific, and educational purposes, within the meaning of section 501c-3 of the Internal Revenue Code, including, for such purposes, the making of distributions that qualify as exempt organizations under section 501c-3 or the Internal Revenue Code or the corresponding section of any future United States Internal Revenue Law. Upon winding up and dissolution of the corporation after paying or adequately providing for debts and obligations of the corporation, the remaining assets shall be distributed for one or more exempt purposes within the meaning of section 501c-3 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Mission

The mission of Spreading the Love of Literacy and Math is to serve as an agent of hope, while strategically partnering with other agencies, both private and public, to provide research-based math and reading programs that improve the quality of life for our inner-city youth.

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