

N95000002076

TEACH ONE TEACH ONE
- P.O. Box 14052
- JAX, FLA. 32238-4052

400001447334
-04/04/95--01094--010
OFFICE USE ONLY ****122.50 ****122.50

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

*was 7524
513558611
615*

CR05/2

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 7, 1995

REACH ONE TEACH ONE
PO BOX 14052
JACKSONVILLE, FL 32238-4052

SUBJECT: REACH ONE TEACH ONE (ROTO)
Ref. Number: W95000007524

We have received your document for REACH ONE TEACH ONE (ROTO) and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the corporation must contain a corporate suffix. This suffix may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

Corporations may file using only the corporate name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing the enclosed application and submitting the appropriate fees to this office.

The registered agent must sign accepting the designation.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6880.

Karen Gibson
Corporate Specialist

Letter Number: 795A00015897

RECEIVED
28 APR 28 PM 4: 21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

FILED

95 APR 28 AM 9:43

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
of

REACH ONE TEACH ONE (ROTO), INC.

KNOW ALL MEN BY THESE PRESENTS:

That I(We), the undersigned, desiring to form a Non-Profit Corporation under and pursuant to the laws of the
State of Florida, and for that purpose, do hereby adopt
the following Articles of Incorporation:

ARTICLE I

NAME: The name of the corporation is Reach One Teach One (ROTO), INC.

ARTICLE II

PRINCIPAL (REGISTERED) OFFICE: The principal (~~registered~~) office of this corporation is to be located at:
6855 Wilson Blvd., Suite 5 (P.O. Box 14052)
In the City of Jacksonville, County of Duval
State of Florida, and may transact its business and maintain offices for
such purposes at such other places either within or without this State.

ARTICLE III

PURPOSE: The purpose for which this corporation is organized is the transaction of any and all business for which
non-profit corporations may be incorporated under the laws of this State, as then may be amended from time to time,
except that said corporation is, organized exclusively for Charitable purposes,
within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provisions of
any future United States Internal Revenue Laws.

ARTICLE IV

SPECIFIC PURPOSE: The specific purpose for which this corporation is organized and intends actually to engage
in this State, which shall not limit the character of the exempt activities which this corporation may ultimately
conduct, are as follows: Provide services and education beneficial to young
girls. Promoting leadership, teamwork, self-esteem, cultural
exposure, tutoring, health education and spiritual growth. Our
goal is to lessen the burdens of government by combating juvenile
delinquency.

within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, including for such purposes, the
making of distributions to organizations that qualify as exempt organizations under said Section 501(c)(3), or the
corresponding provisions of any future United States Internal Revenue Laws.

Carolyn V. Davis	8069 Cumberland Gap Trail
(Name)	(Address)
Shirley Graham	Jacksonville, Florida 32244
(Name)	(City/State/Zip Code)
Jacquelyn King	8122 Pine Springs Lane
(Name)	(Address)
	Jacksonville, Florida 32244
	(City/State/Zip Code)
	1721-D W University Blvd.
	(Address)
	Jacksonville, Florida 32217
	(City/State/Zip Code)

ARTICLE VII

LIMITATIONS: No part of the net earnings of the corporation 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 to empower to pay reasonable compensation for services rendered and to make payments and distributions in the furtherance of the purposes set forth in Article IV 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 campaigns on behalf of any candidate for public office. 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 VIII

DISSOLUTION: In the event of a dissolution of this corporation, any assets remaining after payment to creditors 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 for public purposes. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction in the County where the principal office of the corporation is then located, exclusively for such purposes or to such organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IX

PRIVATE PROPERTY: The private property of the directors, members (if any), officers, employees and agents of the corporation shall be forever exempt from any and all debts of every kind and nature incurred by the corporation, and as authorized by the laws of this State.

ARTICLE X

INDEMNIFICATION: The corporation shall indemnify every director, officer, employee and agent, or his or her heirs, executors and administrators against expenses reasonably incurred by him or her in connection with any action, suit or proceedings to which he or she may be a party by reason of his or her being, or have been, a director, officer, employee or agent of the corporation, except in relation to those matters which he or she shall be adjudicated to be liable for negligence or misconduct. In the event of a settlement, indemnification shall be provided only in connection with such matter covered by the settlement as to which the indemnification shall not be exclusive of other rights to which he or she may be entitled. As used in this Article, expenses shall include amounts of judgments, penalties or fines rendered or levied against such director, officer, employee or agent, and the amounts paid in settlement by him or her shall have been first approved by the directors of this corporation.

ARTICLE XI

DIRECTOR'S LIABILITY: No director of this corporation shall be personally liable to the corporation for monetary damages for breach of fiduciary duty as a director; provided, however, that this Article shall not be construed as eliminating or limiting the liability of a director for one or more of the following acts, namely: (1) A breach of duty of loyalty to the corporation, (2) Any acts or omissions which are not in good faith or which involve intentional misconduct or a knowing violation of the law, (3) The authorizing of an unlawful payment or distribution out of the corporate assets, (4) Any transaction made in the furtherance of the exempt purposes of the corporation which the director derived an improper personal benefit, or (5) Any act or acts that can be defined under the laws of this State as 'Director Conflicts Of Interest'.

ARTICLE XII

ANNUAL MEETING: The annual meeting of the Board of Directors is to be held at a place either within or without this State as fixed by the Bylaws.

ARTICLE XIII

DURATION: The existence of this corporation shall be perpetual unless sooner terminated as provided for by law.

ARTICLE XIV

MEMBERSHIP PROVISIONS: The corporation shall have one class(es) of members. The designation of the class of members, qualifications thereof, and all rights, privileges and powers vested and reserved to members shall be fixed by the Bylaws, except that the power to alter, amend or repeal the Bylaws or adopt Bylaws, subject to repeal or change by the action of the members, shall be vested and reserved to members. The right of members, or classes of members to vote, may be limited, enlarged or denied to the extent provided in the Bylaws. And unless so limited, enlarged or denied each member, regardless of class, shall be entitled to one vote on each matter submitted to a vote of the members. A member entitled to vote may vote in person, or unless otherwise prohibited by the Bylaws, vote by a proxy duly executed by the member or his or her duly authorized attorney-in-fact. Meetings of members shall be held at such place within or without the State in accordance with the Bylaws, or if such place is not provided, then all such meetings shall be held at the principal office of this corporation. An annual meeting of the voting members shall be held at such time and place as fixed by the Bylaws. And at such meeting, the members shall elect directors to replace those directors whose terms expire on the date of such annual meeting, and conduct any other business that may lawfully come before the members for a vote. Such directors shall be elected by a simple majority of all members entitled to vote. Special meetings of the members may be called either by one-third of the Board of Directors, or by at least one-tenth (1/10) of the voting members.

ARTICLE XV

FISCAL YEAR: The fiscal year of the corporation shall end on December 31st, of each year.

ARTICLE XVI

STATUTORY(RESIDENT)(REGISTERED) AGENT: The name and address of the initial Statutory(Resident)(Registered) Agent of this corporation is: Rosetta Perry-Mitchell, 8077 Cumberland Gap Tr, Jacksonville, Florida 32244

IN WITNESS WHEREOF, I(WE) have set my(our) hand(s) this 30th day of March, 19 95


Incorporator

Incorporator

Incorporator

CONSENT
OF
STATUTORY (REGISTERED) agent
For

REACH ONE TEACH ONE (ROTO), INC.

I, Rosetta Parry-Mitchell, the undersigned, whose address is 8077 Cumberland Gap Trail, Jacksonville, Florida, 32244. I hereby am familiar with and accept the duties and responsibilities as registered agent for Reach One Teach One (ROTO), Inc. until removal or resignation is submitted in accordance with the laws of the State of Florida.

Dated: 4.11.95



Rosetta Parry-Mitchell

8077 Cumberland Gap Tr
Jacksonville, Fl 32244

FILED
APR 28 AM 9:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACKNOWLEDGMENT

State of Florida)
County of Duval) "

On this 30th day of March, 1995, before me, the undersigned, a Notary Public in
and for the County of Duval, State of Florida, personally
appeared ROSETTA PERRY MITCHELL

known to me to be the person(s) whose name(s) is(are) subscribed to the foregoing ARTICLES OF INCORPORATION, and
acknowledge to me that he(she)(they) executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

MY COMMISSION EXPIRES:

NOV 22, 1995

Benjamin T. Green
Notary Public

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXP. NOV. 22, 1995
BONDED THRU GENERAL INS. UND.