

N9600001577

TAMPA / ST. PETERSBURG
MINORITY BUSINESS DEVELOPMENT CENTER

4601 W. Kennedy Blvd., Ste.200
Tampa, Florida 33609

Operated By:

Boone Young & Associates, Inc
Management Consultants

Funded By:

US Department of Commerce
Minority Business Development Agency

March 6, 1996

100001739551
-03/12/96--01050--016
****122.50 ****12 .50

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: READING MATTERS, INC.

Dear Sir/Madam:

Enclosed please find the original and one copy of the **Not for Profit** Articles of Incorporation for the above mentioned client, along with a check in the amount of \$122.50, which will cover the processing fees and a certified copy of the Articles of Incorporation.

If you should have any questions, please do not hesitate to call our office.

Sincerely,



Cheryl L. Hawkins
Construction Services Consultant

Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 15, 1996

CHERYL L. HAWKINS
4601 W. KENNEDY BLVD. STE 200
TANPA, FL 33609

SUBJECT: READING MATTERS, INC.
Ref. Number: W96000005695

We have received your document for READING MATTERS, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation. A statement making reference to the bylaws is acceptable.

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) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 796A00011781

ARTICLES OF INCORPORATION

OF

READING MATTERS, INC.

The undersigned, acting as incorporators of a corporation under the **Not For Profit Corporation Act** of the state of Florida, adopt the following Articles of Incorporation for such corporation.

ARTICLE I - NAME

The name of the corporation shall be **READING MATTERS, INC.**
The initial street address in the state of **FLORIDA** or initial registered office of the Corporation is:

**12208 N. 56th Street
Tampa, Florida 33617**

ARTICLE II - DURATION

The period of duration of the Corporation is perpetual.

ARTICLE III - PURPOSE

The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including for such purposes, the making of distribution to organizations that qualify as exempt organizations under section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The Corporation may receive and administer funds for Religious, educational, charitable, and scientific purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 and to that end, the Corporation is empowered to hold any property, or any undivided interest therein, without limitation as to amount or value; to dispose of any such property and to invest, reinvest, or deal with the principal or the income in such manner as, in the judgment of the directors, will best promote the purposes of the Corporation, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Incorporation, the By-Laws of the Corporation, or any applicable laws, to do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its directors or officers except as permitted under the Non-for-Profit Corporation Law.

No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, officer of the Corporation, or any private individual, except the reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes, and no member, trustee, officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. 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 publication or distribution of statements, any political campaign on behalf of any candidate for public office.

ARTICLE IV

Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to one or more charitable, religious, scientific, testing for public safety, literary, or educational organization which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be hereafter amended, or 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 of by the Court of Common Pleas of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organization as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE V

The qualification for members and the manner of their admissions shall be regulated by the by-laws.

ARTICLE VI

The initial street address in the state of **FLORIDA** of the initial registered office of the Corporation is:

**12208 N. 56th Street
Tampa, Florida 33617**

and the name of the registered agent at such address is:

Mrs. Clementine H. Duhart

ARTICLE VII

The territory in which the operations of the Corporation are principally to be conducted is in the United States of America and its territories and possessions, but the operations of the Corporation shall not be limited to such territory.

ARTICLE VIII - BOARD OF DIRECTORS

The initial **Board of Directors** shall consist of at least **three (3)** members, who need not be residents of the state of **FLORIDA**. The names and titles of the persons who shall serve as directors until the first annual meeting of members, or until their successors shall have been elected and qualified, are as follows:

Mrs. Clementine H. Duhart	President / Treasurer
Mrs. Delphine Duhart Roberts	Vice President
Dr. Mary Alice Barksdale - Ladd	Vice President
Mrs. Celestina Gadson	Secretary

Newly created directorships resulting from an increase in the number of directors and vacancies occurring in the board for any reason except the removal of directors without cause may be filled by a vote of a majority of the directors then in office. Vacancies occurring by reason of the removal of directors without cause shall be filled by vote of the stockholders. A director elected to fill a vacancy caused by resignation, death or removal shall be elected to hold office for the unexpired term of his predecessor.

ARTICLE IX

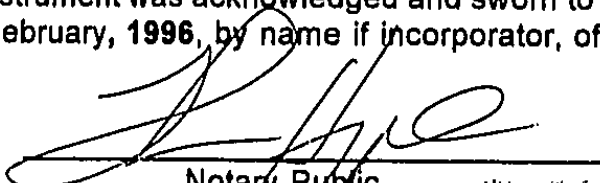
The names and addresses of the initial incorporators are as follows:

Mrs. Clementine H. Duhart
12208 N. 56th Street
Tampa, Florida 33617

IN WITNESS WHEREOF, the undersigned have made and subscribed to these Articles of Incorporation at name of **City of Tampa, Hillsborough County, Florida**, on this **27th** day of **February, 1996**


Signature of Incorporator

STATE OF FLORIDA, COUNTY OF HILLSBOROUGH
THE FOREGOING Instrument was acknowledged and sworn to before me this **27th** day of February, 1996, by name if incorporator, of name of the corporation.


Notary Public
My Commision Expires:



CERTIFICATE OF DESIGNATION

REGISTERED AGENT/ REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Status, the undersigned corporation, organized under the laws of the State Florida, submits the following statement in designating the registered office / registered agent, in the State of Florida.

- 1) The name of the corporation is: **READING MATTERS, INC.**
- 2) The name and address of the registered agent and office is:

Mrs. Clementine H. Duhart
12208 N. 56th Street
Tampa, Florida 33617

Clementine Duhart

Clementine Duhart
President

Date: February 27, 1996

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF .L STATUS RELATIVE TO THE PROPER COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUS.

Clementine Duhart

Name

Date: February 27, 1996

State of Florida
County of

Personally appeared before me, the undersigned Notary Public, this day **27th** of **February**, of **1996**, to me known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein aforesaid, this **27th** day of **February**, of **1996**.

THOMAS HUGGINS, III
Notary Public

NOTARY PUBLIC
THOMAS HUGGINS, III
COMMISSION # CC 501612
EXPIRES OCT 12, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

My Commission Expires:

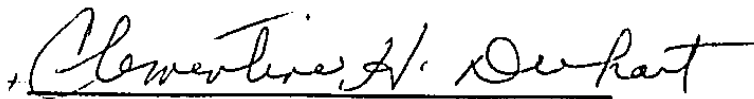
**CERTIFICATE DESIGNATING PALACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING UPON
WHOM PROCESS MAY BE SERVED:**

In pursuant of Chapter 48,091, Florida Statute, the following is submitted, in compliance with said Act:

FIRST-- that **READING MATTERS, INC.**, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the City of Tampa, County of Hillsborough, State of Florida, has named **Clementine Duhart**, located at **12208 N. 56th Street, City of Tampa, State of Florida**, as its agent to accept service of process within the State.

ACKNOWLEDGEMENT:

Having been named to accept services of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of all status relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 Florida Statutes.



Register Agent Incorporator

Date: **February 27, 1996**

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TALLAHASSEE, FLORIDA