

**ARTICLES OF INCORPORATION
OF
LOOK AT ME GROW, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 NOV 25 AM 11:42

ONE: The name and address of this principal corporation is Look At Me Grow, Inc. 8622 Hare Ave., Jacksonville, FL. 32211. Duvall County. The corporation is organized pursuant to the **FLORIDA** Nonprofit Corporation Code.

TWO: This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. The corporation is organized under the Nonprofit Public Benefit Corporation Law for charitable and educational purposes to aid the poor and disadvantaged individuals and families towards a life of self-sufficiency. The programs will consist of, but shall not be limited to: Job Training, Job Placement, Land Acquisition Housing, Employment, Literacy, Counseling, Temporary Shelter, Teenage Pregnancy, Substance Abuse Awareness and Prevention, Tutoring, AIDS, Elderly Care and other programs to aid those in need.

THREE: The duration of this corporation shall be perpetual, no stock and shall have no members.

FOUR: The address of the Registered office is 8622 Hare Ave., Jacksonville, FL 32211, Duvall and the name and address of the registered agent of the corporation shall be:

Elizabeth Ward
Elizabeth Ward
8622 Hare Ave.
Jacksonville, FL
32211

FIVE:

(a) This corporation is organized and operated exclusively for Educational and Charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

(b) Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to carry on (1) by a corporation exempt from federal income tax under Section 501 (c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code.

SIX: The Directors are elected in accordance with the Bylaws. The name and address of the persons appointed to act as the initial Directors of this corporation are:

NAME	ADDRESS
Elizabeth B. Ward President	8622 Hare Ave Jacksonville, FL 32211
Carolyn Bell Secretary	763 West 7th Ave. Tallahassee, FL 32303
Averil Ward Treasurer	8622 Hare Ave. Jacksonville, FL 32211

SEVEN The property of this corporation is irrevocably dedicated to Charitable and Educational purposes and no part of the net income or assets of the organization shall ever inure to the benefit of any director, officer or member thereof or the benefit of any private person.

EIGHT: On the dissolution or winding up of the corporation, its assets remaining after payment of, or provision for payment of, all debts and liabilities of this corporation, shall be distributed to a nonprofit fund, foundation, or corporation, which is organized and operated exclusively for, Religious, Educational and Charitable under 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 disposed of shall be disposed of by the Court of Common Pleas 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.

NINE: Executed on August 10, 1996. The name and address of the incorporator of this corporation shall be: Look At Me Grow, Inc

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

Look At Me Grow, Inc.

(must include suffix)

2. The name and address of the registered agent and office is:

Elizabeth Ward

(NAME)

8622 Hare Ave.,

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Jacksonville, FL 32211

(CITY/STATE/ZIP)

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Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Elizabeth Ward
(SIGNATURE)

10/19/96
(DATE)