

Law Offices of
Patrick M. Magill

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Orlando, Florida 32802

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Facsimile: (407) 894-2207

N96000006459

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32301

000002031420--9
-12/17/96--01140--012
*****70.00 *****70.00

Re Articles of Incorporation for
My Kids, School Kids, Inc

Dear Sir

I enclose the original Articles of Incorporation for the above named corporation
not for profit

Please file these as soon as possible and return to me the Certificate of filing
enclose my check in the amount of \$70.00 for the filing of these Articles

Thank you for your cooperation and assistance in this matter

Very truly yours,

Patrick M. Magill
Patrick M. Magill

PMM rtm

Enclosures

12/19

55 DEC 17 AM 11:10

ARTICLES OF INCORPORATION

The undersigned, acting as incorporators of a Corporation pursuant to Chapter 617, Florida Statutes, adopt the following Articles of Incorporation of such corporation:

I

The name of the corporation shall be *My Kids, School Kids, Inc.* The principal place of business shall be 800 West Grand Street, Orlando, Florida 32805.

II

The duration of this corporation is perpetual unless dissolved according to law.

III

The purpose for which this corporation is organized are:

- 1 To provide clothing, books, scholastic supplies and other needed materials to schools and school students without cost to the schools or students.
- 2 To transact any other lawful business for which corporations may be incorporated under the Florida General Corporations Act.
- 3 The purpose for which the corporation is organized are exclusively religious, charitable, scientific, literary, and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.
- 4 Notwithstanding any other provision of these Articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

FILED
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CLERK OF CIRCUIT COURT
JANUARY 1997

IV

The qualifications for members and the manner of their admission are members of the public who express interest in the purposes of the corporation, apply for membership in writing, and are accepted by the Board of Directors

V

The number constituting the initial Board of Directors is three (3). The name and address of the persons who are to serve initially are:

Ruth Burton
9072 Woodbreeze Blvd
Winderemere, FL 34786

Scott Martin
200 E. Robinson St.
Suite 100
Orlando, Florida 32801

JoAnne Spitalieri
54 S. Kirkman Rd., Ste. B
Orlando, Florida 32811

VI

The street address of the initial registered office of the corporation is 2110 East Robinson Street, Orlando, Florida 32803. The name of its original registered agent at such address is Patrick M. Magill, Esquire.

VII

This corporation is organized under a non-stock basis.

VIII

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the Federal, State, or Local government for exclusive public purpose.

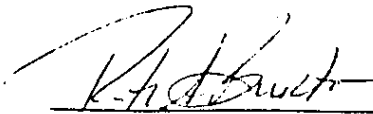
IX

The name and address of the incorporator is Ruth Burton, 9072 Woodbreeze
Blvd., Windermere, Florida 34786

X

The Directors shall be elected as provided in the Bylaws of the Corporation.

IN WITNESS WHEREOF the undersigned has executed these Articles of
Incorporation this 9th day of December, 1996

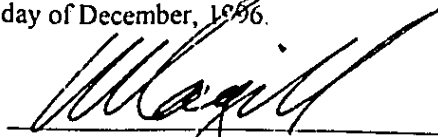


RUTH BURTON
Incorporator

**STATE OF FLORIDA
COUNTY OF ORANGE**

BEFORE ME the undersigned authority, personally appeared RUTH BURTON,
who produced Florida Driver's License as identification or who is personally well known
to me, and who subscribed in and who executed the foregoing Articles of Incorporation,
and acknowledged before me that she subscribed to these Articles of Incorporation.

WITNESS my hand and seal this 9th day of December, 1996.



NOTARY PUBLIC

My Commission Number is:

My Commission expires:



PATRICK M. MAGILL
My Comm Exp. 6/06/98
Bonded By Service Inc
No. CC379218

[I Personally Known]

[Other I.D.]

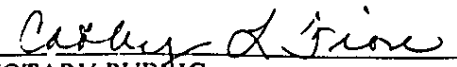
ACCEPTANCE BY REGISTERED AGENT

I, PATRICK M MAGILL, ESQUIRE, agree to accept the designation of Registered Agent for *My Kids, School Kids, Inc.*, and as such Registered Agent, I agree to accept service of process and to comply with all other requirements of Florida Statutes, Chapter 607 which apply to my capacity as Registered Agent.

DATED this 9th day of December, 1996


PATRICK M. MAGILL, ESQUIRE

Sworn to and subscribed before me, this 9th day of December, 1996, by PATRICK M MAGILL, ESQUIRE, to me well known.


NOTARY PUBLIC
My Commission Number is
My Commission expires



Cathy L. Fiore
MY COMMISSION # CC503782 EXPIRES
November 20, 1999
BONDED THRU TROY FARM INSURANCE, INC.

RECEIVED
TALLAHASSEE, FLORIDA

96 DEC 17 AM 11:10

FILED