

GAIL LINSKOTT SILVA, P.A.

ATTORNEYS AT LAW AND CERTIFIED FAMILY MEDIATORS

*Gail Linscott Silva, Esq.
Barbara A. Baccari, Esq.*

611 Druid Rd E, Ste 512
Clearwater, FL 33756
(727) 461-0220
Fax (727) 461-2433

209 S. Clyde Avenue
Kissimmee, FL 34741
(407) 343-4730
Fax (407) 343-4732

PO0000014355

February 2, 2000

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

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-02/04/00--01058--013
*****87.50 *****87.50

SUBJECT: UNLEARNED, INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$87.50 for the filing fee, Certified Copy and Certificate of Status.

FROM: GAIL LINSKOTT SILVA, ESQUIRE
611 Druid Road East
Suite 512
Clearwater, FL 33756
727/461-0220

Respectfully yours,

Gail Linscott Silva
Gail Linscott Silva

EFFECTIVE DATE
2-7-00

GLS:pm
Enclosure

Dat GAVE
AUTHORIZATION BY PHONE TO
CORRECT Article V
DATE 2-10-00
DOC. EXAM 199

FILED
00 FEB -4 AM 9:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
2-7-00

**ARTICLES OF INCORPORATION
OF
UNLEARNED, INC.**

FILED
00 FEB -4 AM 9:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber, CHARLES CONRAD, JR., a natural person competent and acting as Incorporator for the purpose of forming a Not For Profit Corporation, hereby presents these Articles of Incorporation for the formation of a corporation under the Florida Not For Profit Corporation Act, chapter 617 of the Florida Statutes, and other laws of the State of Florida.

ARTICLE I

NAME, PRINCIPAL OFFICE AND MAILING ADDRESS

The name of the Not for Profit Corporation is Unlearned, Inc.

The principal office and mailing address of the corporation is:

7801 2nd Avenue South
St. Petersburg, FL 33706

ARTICLE II

PURPOSE

The general nature of the business to be transacted, and the purposes for which the Not for Profit corporation is organized, are:

- A. To provide opportunities intended to open channels of dialog to build understanding and loving relationships between Christians and non Christians within their communities.

Fellowship opportunities shall be established in non-threatening environments using improvisational comedy programs, including individuals and groups.

Ministry consulting opportunities shall be established through the conducting of clinics and workshops with groups and individuals interested in providing similar non threatening

venues in their communities on a regular basis. Unlearned, Inc. intends to utilize all available technologies including but not limited to film, video, computer and physical venues to promote encouragement and hope to Christians and non-Christians through entertainment, prayer and study of the Holy Bible.

- B. To do everything necessary and proper for the accomplishment of any of the purposes or attaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the not for profit corporation which is not forbidden under the laws of the State of Florida.

The foregoing paragraphs shall be construed as enumerating both objects and purposes of the not for profit corporation, and it is expressly provided hereby that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of the not for profit corporation otherwise permitted by law.

ARTICLE III

DURATION AND COMMENCEMENT

The not for profit corporation shall commence existence on February 7, 2000 and shall have perpetual existence.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 7801 2nd Avenue South, St. Petersburg, FL 33706.

Charles Conrad, Jr., the incorporator residing at 7801 2nd Avenue South, St.

Petersburg, FL 33706, by execution of these articles of incorporation does hereby accept the designation as initial registered agent of Unlearned, Inc. and understands the duties and obligations of the position.

ARTICLE V

DIRECTORS

The business of the not for profit corporation shall be managed by its Board of Directors. The number of directors constituting the entire Board of Directors shall not be less than three and, subject to such minimum, may be increased or decreased from time to time by amendment of the By-laws in a manner not prohibited by law. Until so changed, the number shall be three (3).

ARTICLE VI

INITIAL DIRECTORS

The name and address of the member of the initial Board of Directors is:

- | | | |
|----|---|----------------------------|
| 1. | Charles Conrad, Jr.
7801 2 nd Avenue South
St. Petersburg, FL 33706 | President/
Incorporator |
| 2. | David Lacoure
7801 2 nd Avenue South
St. Petersburg, FL 33706 | Sec/Treasurer |
| 3. | Gary Hunt
9669 125 th Street North
Seminole, FL 33772 | Director |
| 4. | Dr. Phil Captain
7102 Peachtree Rd.
Lynchburg, VA 24502 | Director |
| 5. | Dave Ramseyer
Huntington College
ATTN: YFC\Dave Ramseyer
2303 College Avenue
Huntington, IN 46750 | Director |

**ARTICLE VII
INCORPORATOR**

The name and street address of the person signing these Articles of Incorporation as incorporator, is as follows:

CHARLES CONRAD, JR.
7801 2nd Avenue South
St. Petersburg, FL 33706

**ARTICLE VIII
VOTING TRUSTS**

No Director of the not for profit corporation shall enter into a voting trust agreement or any other type of agreement vesting in another person the authority to exercise his/her voting power.

**ARTICLE IX
VOTING FOR DIRECTORS**

The Board of Directors shall nominate and approve future Board Members of the not for profit corporation at such times and in such manner as provided in the By-Laws of the not for profit corporation.

**ARTICLE X
INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

**ARTICLE XI
BY-LAWS**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

IN WITNESS WHEREOF, I, Charles Conrad, Jr., the subscriber have executed these Articles of Incorporation this 2nd day of February, 2000.

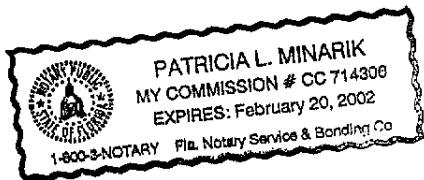


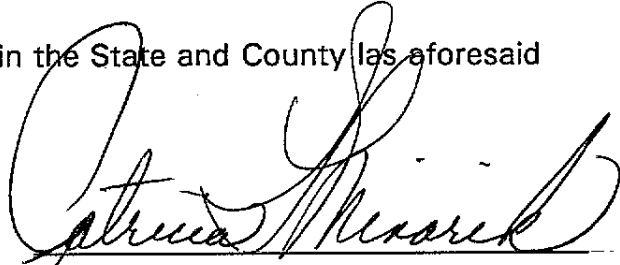
CHARLES CONRAD, JR. Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

Before me, the undersigned authority, personally appeared CHARLES CONRAD, JR., to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he signed and executed the same for the purposes therein set forth.

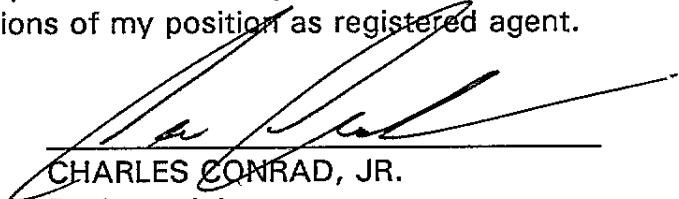
WITNESS my hand and official seal in the State and County aforesaid this 2ND day of February, 2000.




NOTARY PUBLIC
My commission expires:

ACCEPTANCE BY REGISTERED AGENT

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.


CHARLES CONRAD, JR.
Registered Agent

FILED
00 FEB -4 AM 9:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA