

LEGAL SERVICES OF GREATER MIAMI, INC.

P. O. Box 371189
3000 Biscayne Boulevard, Suite 500
Miami, Florida 33137
Telephone: (305) 576-0080 Ext. 403
Fax: (305) 573-2773
TDD: (305) 573-1578

DON L. HORN
President

VICTOR M. DIAZ, JR.
1st Vice President

HURALINI MORRISON
2nd Vice President

ELIZABETH SCHWARZBEISSIN
Treasurer

ANGEL CORTINAS
Secretary

MARCIA K. CYPEN
Executive Director

19500003/99

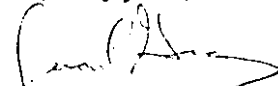
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Articles of Incorporation of
East Little Havana Neighborhood Governing Board, Inc.

Dear Friends:


Please file the enclosed Articles of Incorporation of East Little Havana Neighborhood Governing Board, Inc., A Florida "Not For Profit" Corporation. With the articles you will find a check for \$122.50 to cover the fees. Please issue a certificate of incorporation and forward it to me in the enclosed envelope. Should you have any questions, please call me at the above telephone number. Thank you for your assistance in this matter.

Very truly yours,


Juan C. Gomez, Esq.
Staff Attorney

Enclosures

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****122.50 ****122.50

7/6/95


ARTICLES OF INCORPORATION

OF
East Little Havana Neighborhood Governing Board, Inc.
A Florida "Not for Profit" Corporation

The undersigned, acting as incorporators of a corporation under Chapter 617 of Florida Statutes, adopt the following Articles of Incorporation:

I. NAME OF CORPORATION:

The name of the corporation is East Little Havana Neighborhood Governing Board, Inc.

II. PRINCIPAL OFFICE:

The principal office of the corporation is located at 1701 N.W. 30th Ave., Miami, FL 33125.

III. MAILING ADDRESS:

The mailing address of the corporation is 1701 N.W. 30th Ave., Miami, FL 33125.

IV. REGISTERED AGENT

The name of the registered agent of the corporation is Juan Carlos Gomez. The address of this registered agent is Legal Services of Greater Miami, Inc., 3000 Biscayne Boulevard, #500, Miami, FL 33137.

V. DURATION/MEMBERSHIP:

The period of duration is perpetual. The qualification for members, if any, and the manner of their admission shall be regulated by the bylaws.

VI. INITIAL BOARD OF DIRECTORS

A. There shall be seven directors on the initial Board of Directors.

B. The method of election of the Board of Directors shall be stated in the bylaws.

C. The members (or their designees) and addresses of the initial Board of Directors are:

Sylvia Quintana
ADAMH Program Administrator, HRS,
401 N.W. 2nd Ave., #N812, Miami, FL 33128

Pablo Canton
Neighborhood Enhancement Team
1475 SW 8 St., Miami, FL 33135

Ed Rivas
Dade County Public Schools
1450 N.E. 2nd Ave., Miami, FL 33132

Magaly Marrero
City of Miami Police
400 N.W. 2nd Ave., Miami, FL 33128

James Mooney
Dade County Youth and Family Development
1701 N.W. 30th Ave., Miami, FL 33125

Olivia Martinez
Miami Mental Health Center
2141 S.W. First St., Miami, FL 33135

Maria Alonso-Martinez
Children's Services Council
c/o Northwest Dade Community Mental Health Center
4175 West 20th Ave, Hialeah, Fl 33012

VII. INCORPORATORS

The names and addresses of the incorporators are: Pablo Canton, c/o 1475 SW 8 St., Miami, FL 33135 and Magaly Marrero, c/o 400 N.W. 2nd Ave., Miami, FL 33128.

VIII. CORPORATE PURPOSES

The purposes for which this corporation is formed are exclusively charitable, educational and scientific and consist of the following:

1.) To promote the mental health of children and their families of the East Little Havana area, including members of the minority community, whose household income is below federal poverty guidelines, to foster and promote community wide interest and concern for the problems of said residents to the end that (a) educational and economic opportunities may be expanded; (b) sickness, poverty, crime, and environmental degradation may be lessened; and (c) racial tensions, prejudice, and discrimination, economic, and otherwise, may be eliminated.

2.) To aid, support, and assist by gifts, contributions, or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable, educational or scientific purposes, no part of the net earnings of which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is

carrying on propaganda, or otherwise attempting to influence legislation.

3.) To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, association, trusts, institution, foundations, or governmental bureaus, departments or agencies.

4.) All of the foregoing purposes shall be exercised exclusively charitable and educational purposes in such a manner that the Corporation will qualify as an exempt organization under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

IX. 501(C)(3) LIMITATIONS:

A. CORPORATE PURPOSES: Notwithstanding any other provision of these articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal and state 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.

B. EXCLUSIVITY: The Corporation is organized exclusively for charitable and educational purposes.

C. NO PRIVATE INUREMENT: The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to the Directors, Officers, or Members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's charitable and educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable and educational purposes no part of which shall inure to the benefit of any individual.

D. LOBBYING AND POLITICAL CAMPAIGNS: No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.

E. DISSOLUTION: Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(c)(3) of the Internal

Revenue Code 6 to be used exclusively for charitable and educational purposes. If the Corporation holds any assets in trust, such as real estate, shall be disposed of in such a manner as may be directed by the Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

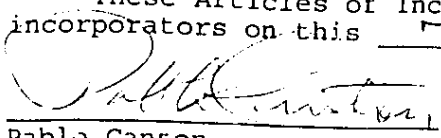
F. PRIVATE FOUNDATION STATUS: In the event that this Corporation shall become a "private foundation" within the meaning of section 509 of the Internal Revenue Code 1954, the Corporation shall distribute its income for each taxable year at such time and in such manner as not to subject it to tax under section 4942 of the Internal Revenue Code; shall not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code; shall not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code; shall not make any investments in such manner as to subject it to tax under section 4944 of the Internal Revenue Code; and shall not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code.

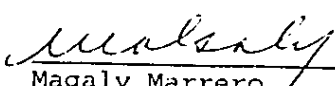
X. INDEMNIFICATION

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.

Execution

These Articles of Incorporation are hereby executed by the incorporators on this 7th day of March, 19 95.


Pablo Canton
2200 W. Flagler St.
Miami, FL 33135


Magaly Marrero
400 N.W. 2nd Ave.
Miami, FL 33128


STATE OF FLORIDA]

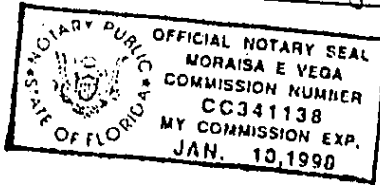
COUNTY OF DADE]

SS:

The foregoing instrument was acknowledged before me this 7th day of March, 1995 by Pablo Canton, c/o 2200 W. Flagler St., Miami, FL 33135 and Magaly Marrero, c/o 400 N.W. 2nd Ave., Miami, FL 33128, who is personally known to me or who has produced a _____ as identification and who did take an oath.



Pablo Canton


Magaly Marrero



REGISTERED AGENT'S
ACCEPTANCE OF APPOINTMENT

I, Juan Carlos Gomez, hereby accept my appointment as registered agent for the East Little Havana Family Preservation Network, a Florida not for profit corporation.



Juan Carlos Gomez

3/7/95

Date



9500003199

July 16, 1997

FILED
97 AUG -7 AM 8:13
SECRETARY OF STATE
TALLAHASSEE FLORIDA

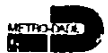
To whom it may concern,
attached please find an
articles of incorporation
with payment for your
processing.

If any further infor-
mation is needed,
please reach or call
me at:

Metropolitan
Dade County
Department of
Human Services
Office of
Youth and Family
Development
Casey Mental
Health Initiative
1401 S.W. 1st STREET
SUITE 111
MIAMI, FL 33135
(305) 649-6449
FAX (305) 649-1459

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-07/22/97-01044-004
*****87.50 *****87.50

Metro Dade Office of Youth & Family
c/o Awards Office
1701 N.W. 30 Ave
Miami, FL 33125



Thank you
Louella Bruce

~~W97-17686~~

N/C

VS AUG 8 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 28, 1997

METRO DADE OFFICE OF YOUTH & FAMILY
C/O LOURDES COUCE
1701 N.W. 30 AVE.
MIAMI, FL 33125

SUBJECT: EAST LITTLE HAVANA NEIGHBORHOOD GOVERNING BOARD,
INC.
Ref. Number: N95000003199

We have received your document for EAST LITTLE HAVANA NEIGHBORHOOD GOVERNING BOARD, INC. and your check(s) totaling \$87.50. 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.

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 (850) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 997A00037831

REF
7 AUG
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ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

EAST LITTLE HAVANA NEIGHBORHOOD GOVERNING BOARD, INC.

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED)

Article 1 The East Little Havana Neighborhood Governing Board, Inc. to change its name to:

THE ABRIENDO PUERTAS GOVERNING BOARD OF EAST LITTLE HAVANA, INC.

SECOND: The date of adoption of the amendment(s) was: April 10, 1997

THIRD: Adoption of Amendment (CHECK ONE)

- The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.

The Abriendo Puertas Governing Board of East Little Havana

Corporation Name


Signature of Chairman, Vice Chairman, President or other officer

Angelica Andino

Typed or printed name

President

Title

7-3-97

Date