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CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name
TALLAHASSEE, FL 32301

Address
222-1092

City State Zip Phone

CORPORATION(S) NAME

Kiss's Kids, Inc.

Profit - Articles

NonProfit

Limited Liability Co.

Foreign

Limited Partnership

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ARTICLES OF INCORPORATION
OF KISS'S KIDS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby associate themselves to form a corporation not for profit under Chapter 617 of the Florida Statutes, and, for these purposes, do hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be KISS'S KIDS, INC.

ARTICLE II

The Corporation is formed and shall be operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. The purposes for which the Corporation is formed are to assist and encourage deserving charitable organizations and projects for the benefit of the territory in which the Corporation's activities are principally to be conducted, particularly where such organizations and projects are unable to obtain sufficient funds for their purposes from other available sources.

In furtherance of such purposes the Corporation shall have the power to solicit, collect, receive, acquire and take by gift, grant, devise or bequest, real or personal property, including without limitation as to the foregoing, money, funds, stocks, bonds and other securities, and to hold, administer, sell, convert, invest and reinvest such property or any part thereof, and to use, disburse and distribute such property and the income therefrom, and to encourage, support, take part in, and engage in any and all lawful activities, including without limitation, borrowing money, which may be necessary, appropriate, useful or proper for carrying out the purposes set forth above.

ARTICLE III

No part of the net earnings of the corporation shall inure to the benefit of any member, trustee, director, or officer of the Corporation or any private individual, except that reasonable compensation may be paid for services rendered to or for the Corporation. No member, trustee, director or 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 carrying on propaganda, or otherwise attempting to influence legislation, except as otherwise provided by Section 501(h) of the Code. The Corporation shall not participate or intervene

(including the publication or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, the Corporation is organized exclusively for one or more of the following purposes: religious, charitable, scientific, testing for public safety, literary, or educational purposes, as specified in Section 501(c)(3) of the Code. The Corporation shall not carry on any activities not permitted to be carried on (i) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Code or (ii) by a corporation contributions to which are deductible under Section 170(c)(2) of the Code.

In the event of the liquidation, dissolution, or winding up of the Corporation, whether voluntary or involuntary or by operation of law, all of the remaining assets and property of the Corporation shall after necessary expenses thereof be distributed to one or more organizations which are then qualified under Section 501(c)(3) of the Code to be used in such manner as in the judgment of a Justice of the Supreme Court of the State of Florida will best accomplish the general purposes for which this Corporation was formed.

ARTICLE IV

The corporation shall have perpetual existence.

ARTICLE V

The affairs of the corporation shall be managed by a Board of Directors consisting of not less than three (3). The number of directors shall be fixed in the Bylaws of this corporation. Annual elections will be held on the 31st day of December, each year or such other date as selected by a majority vote of the voting members of this corporation in attendance at the annual meeting of the membership of this corporation.

The officers of the corporation shall consist of a President, Vice President, Secretary and Treasurer. Each officer shall serve for a term of one (1) year, beginning the 1st day of the month immediately following his election by a majority of the board of Directors at the annual meeting of the board of Directors. Officers may be re-elected to serve subsequent terms. In the event of a vacancy on the Board of Directors or in any office for any reason, the Board of Directors shall fill such vacancy for the unexpired term.

ARTICLE VI

The names of the officers who are to serve until the first election under the Articles of Incorporation are as follows:

<u>Name</u>	<u>Office</u>
Marc S. Kaye	President
Donna McClatchy	Vice President
Linda Barnhill	Secretary/Treasurer

ARTICLE VII

The number of persons constituting the first Board of Directors shall be three, and the names and addresses of the persons who are to serve as directors until the first election under these Articles of Incorporation are as follows:

<u>Name</u>	<u>Address</u>
Marc S. Kaye	504 Reo Street Tampa, Florida 33609
Linda Barnhill	504 Reo Street Tampa, Florida 33609
Donna McClatchy	504 Reo Street Tampa, Florida 33609

ARTICLE VIII

The Bylaws of the corporation shall be initially approved by a majority vote of the Board of Directors, and thereafter may be altered or rescinded by a majority vote of the Members at the annual meeting of the Members or at a duly called meeting of the Members in accordance with the Bylaws.

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TALLAHASSEE, FLORIDA

ARTICLE IX

These Articles of Incorporation may be amended in the manner provided
law.

ARTICLE X

The name and street address of the initial registered office which is familiar
and accepts the obligations provided for in Section 607.0505.

Linda Barnhill
504 Reo Street
Tampa, Florida 33609

ARTICLE XI

The principal office and/or mailing address of the corporation shall be:

504 Reo Street
Tampa, Florida 33609

ARTICLE XII

The following is the name and street address of the incorporator signing
these Articles:

Linda Barnhill
504 Reo Street
Tampa, Florida 33609

IN WITNESS WHEREOF, I have made and subscribed these articles and
hereby affirm under the penalties of perjury that its contents are true on this 8th day of
July, 1996.


Linda Barnhill, Incorporator & Registered Agent