

CCRS
103 N. MERIDIAN STREET, LOWER LEVEL
TALLAHASSEE, FL 32301
222-1173

FILING COVER SHEET
ACCT. #FCA-14

CONTACT: CINDY HICKS
DATE: 3-30-99
REF. #: 0169.6195
CORP. NAME: Adoption Assistance Services, Inc.

- | | | |
|---|---|--|
| <input checked="" type="checkbox"/> ARTICLES OF INCORPORATION | <input type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input type="checkbox"/> CERT. OF AUTHORITY | <input type="checkbox"/> LIMITED PARTNERSHIP | <input type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | <input type="checkbox"/> UCC-1 | <input type="checkbox"/> UCC-3 |
| <input type="checkbox"/> OTHER: <u>N99000001977</u> | | |

FILED
99 MAR 30 PM 12:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE FEES PREPAID WITH CHECK# 4601 FOR \$ 78.75

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

300002823993-4
-03/30/99-01075-015
*****78.75 *****78.75

COST LIMIT: \$ _____

PLEASE RETURN:

CERTIFIED COPY

DEPARTMENT OF STATE
CORPORATIONS
TALLAHASSEE, FLORIDA
RECEIVED

PLAIN STAMPED COPY

99 MAR 30 PM 1:33

Examiner's Initials _____

T. SMITH MAR 30 1999

**ARTICLES OF INCORPORATION
OF
*ADOPTION ASSISTANCE SERVICES, INC.***

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 MAR 30 PM 2:39

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**ARTICLE ONE
NAME**

The name of the corporation shall be:
ADOPTION ASSISTANCE SERVICES, INC.

**ARTICLE TWO
PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS**

The principal place of business and mailing address of this corporation shall be 125 N. 46th Avenue, Hollywood, Florida 33021-6601.

**ARTICLE THREE
PURPOSE**

The specific purposes for which the Corporation is organized is to be a child placing agency for the purposes of adoption. The Corporation will serve individuals interested in the placement of children and supervise the adoptive placements. The Corporation will also serve as outreach in the areas of charity and education and cooperate with other groups toward its corporate purpose.

The Corporation is to be qualified as a not for profit corporation in conformity with Section 501(c)3 of the Internal Revenue Service, as amended, or similar provision in a future Code from the Internal Revenue Service. No dividend is to be paid by the Corporation to a member or director and no profit of the Corporation shall inure to a member or director of the Corporation.

**ARTICLE FOUR
EXISTENCE**

This Corporation shall exist perpetually unless dissolved according to law.

**ARTICLE FIVE
CAPITAL STOCK**

This Corporation shall have no capital stock and shall not be operated on any basis of profit sharing among its members.

**ARTICLE SIX
TERMINATION**

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue Code, or shall be distributed to the Federal Government, or to a state or local government for a public purpose, as determined by the last Board of Directors of the Corporation.

**ARTICLE SEVEN
BOARD OF DIRECTORS**

The Board of Directors may increase or decrease the number of directors in accordance with the Corporation's Bylaws, however, the Board of Directors shall consist of a minimum of three persons who qualify as directors under Florida Statutes.

**ARTICLE EIGHT
MANAGEMENT**

The management and steering of the Corporation shall be vested in the Board of Directors. A Chairman, Vice-Chairman, Treasurer and Secretary shall be the officers of the Corporation. The Chairman shall act as President and the Vice-Chairman shall act as Vice President. The officers of the

Corporation will be elected by the Directors. The Incorporators shall serve as the first Board of Directors, each of whom shall continue in office until elections shall be set by the Board of Directors.

**ARTICLE NINE
INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and the street address of the initial registered agent is:

BRUCE M. GOTTLIEB, ESQ.
125 North 46 Avenue
Hollywood, FL 33021-6601

**ARTICLE TEN
INCORPORATORS**

The name(s) and the street addresses of the Incorporators for these Articles of Incorporation are:

<u>Incorporator</u>	<u>Address</u>
Bruce M. Gottlieb	125 N. 46 th Avenue Hollywood, FL 33021
Karen Gottlieb	125 N. 46 th Avenue Hollywood, FL 33021
Oscar Levin	2489 Princeton Court Weston, FL 33327
Andrea Levin	2489 Princeton Court Weston, FL 33327

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 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.

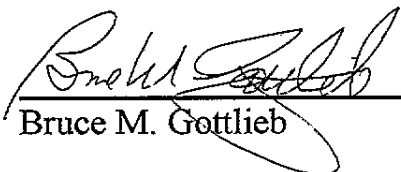
1. The name of the corporation is:

ADOPTION ASSISTANCE SERVICES, INC.

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

BRUCE M. GOTTLIEB
125 North 46 Avenue
Hollywood, FL 33021-6601

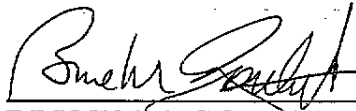
Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this Certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating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




Bruce M. Gottlieb

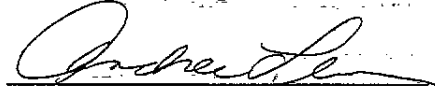
Date: February 28, 1999

The undersigned Incorporators have executed these Articles of Incorporation of **ADOPTIONS INTERNATIONAL, INC.**, this 28 day of February 1999.


BRUCE M. GOTTLIEB


KAREN GOTTLIEB


OSCAR LEVIN

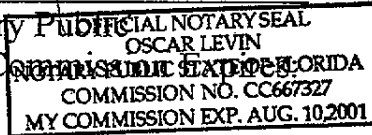

ANDREA LEVIN

99 MAR 30 PM 2:39
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF BROWARD

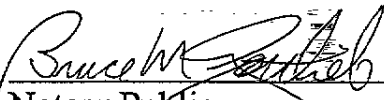
The foregoing instrument was acknowledged before me this 28 day of February, 1999, by Bruce M. Gottlieb and Karen Gottlieb, who are personally known to me or has produced a Florida Drivers License as identification and did take an oath.



Notary Public
My Commission Expires:


STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 28 day of February, 1999, by Oscar Levin and Andrea Levin, who are personally known to me or has produced a Florida Drivers License as identification and did take an oath.


Notary Public
My Commission Expires:

