

N 99000004923

Sumate Research
Requestor's Name

Address

City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Friends of Sarah Inc
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

99 AUG 18 PM 1:13
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

APPROVED
 AND
 FILED

- Walk in Pick up time Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input checked="" type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

600002962946-0
-08/18/99-01034-019
*****78.75 *****78.75

RECEIVED
 99 AUG 18 AM 11:18
 DEPARTMENT OF STATE
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

JR
8/18/99

Examiner's Initials

ARTICLE IV - DURATION

This corporation is to exist perpetually until dissolved by due process of law.

ARTICLE V - INDEMNIFICATION

Every person who now is or hereafter shall be a Director or Officer of the corporation shall be indemnified by the corporation against all costs and expenses (including counsel fees) hereafter reasonably incurred by or imposed upon him or her in connection with, or resulting from, any action, suit or proceedings of whatever nature, to which he or she is or shall be made a party by reason of his or her being or having been a Director or Officer of the corporation (whether or not he or she is a Director or Officer of the corporation at the time he or she is made a party to such action, suit or proceeding, or at the time such cost or expense is incurred by or imposed upon him or her). The foregoing indemnification is limited and effective only to the full extent permitted by law. The right of indemnification herein provided shall not be exclusive of other rights to which any such person may now or hereafter be entitled to as a matter of law.

ARTICLE VI - INCORPORATOR

The name and address of the incorporator of this corporation is:

Rose Ann Janosov
211 4th Avenue South, Lake Worth, Florida 33460

ARTICLE VII - REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 211 4th Avenue South, Lake Worth, Florida 33460, and the name of the initial registered agent of the corporation is Rose Ann Janosov located at the address of the registered office.

ARTICLE VIII - MANAGEMENT OF CORPORATE AFFAIRS

- A. The business and affairs of the corporation shall be managed by a Board of Directors.
- B. The names and addresses of the members of the initial Board of Directors of this Corporation who shall hold office until the first annual meeting of the corporation, and thereafter until their successors are elected and qualified, are as follows:

NAMES

ADDRESSES

Rose Ann Janosov
Kenneth D. Washington
Kirk D. Washington

211 4th Avenue South, Lake Worth, FL 33460
5060 Sabel Street, Denver, CO 80329
3083 West 109th Place, Westminster, CO 80030

Tamara Sweeney
Mark Shults

12 Windsor Place, Naugatuck, CT 06770
3100 NE 49th Street, Apt. 810, Ft. Lauderdale, FL 33308

C. The number of Directors of this corporation shall not be less than three. Subject to the foregoing, the number of Directors may be changed from time to time as provided in the Bylaws.

D. Directors shall be elected, removed and hold office as provided in the Bylaws.

E. The Board of Directors shall elect the following Officers: President, Vice President, Treasurer and Secretary and such other Officers as the Bylaws of the corporation may authorize the Directors to elect from time to time. Initially, such Officers shall be elected at the first annual meeting of the Board of Directors.

ARTICLE IX - BYLAWS

The Board of Directors shall adopt the initial By-laws of the corporation. The By-laws may be altered, amended or repealed and new By-laws adopted in the manner set forth in the By-laws.

ARTICLE X - DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to charitable purposes, and no part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, any member, director or officer of the corporation or any other private individual, except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes as set forth in Article III hereof, and no member, director or officer of the corporation or any other private individual shall be entitled to share in the distribution of any of the corporate assets upon dissolution of the corporation.

ARTICLE XI - DISTRIBUTION OF ASSETS

Upon the dissolution or winding up of the corporation, its assets remaining after payment or provision for payment of all debts and liabilities of the corporation shall be distributed to such organization or organizations organized and operating exclusively for charitable, educational, religious or scientific purposes, which, at the time of such disposition, qualify as an exempt organization or organizations under Sections 501(c)(3) and 170(c)(2) of the Code or corresponding provisions of any prior or future Code or to the federal, state or local government exclusively for public purposes.

ARTICLE XII - AMENDMENT TO ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended by a majority vote of the Directors then in office in accordance with the procedures set forth in Chapter 617 of the Florida Statutes, as amended. The Articles, however, pertaining to dissolution of the corporation shall not be amended in such a

way as to allow or cause any member (unless such member is exempt from taxation under Section 501(c)(3) of the Code), Director, or officer of the corporation or any other person to share in any of the corporation's assets. Any amendment to these Articles may not contain any provision which would be unlawful at the time of such amendment.

IN WITNESS WHEREOF, the undersigned has hereunto set her hand and seal this _____ day of August 16, 1999.

INCORPORATOR:



Rose Ann Janosoy

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE**

In compliance with Florida Statute Section 617.0501, the following is submitted:

FRIENDS OF SARAH, INC., desiring to organize as a not-for-profit corporation under the laws of the State of Florida, has designated 211 4th Avenue South, Lake Worth, Florida 33460 as its initial registered office and has named Rose Ann Janosov, located at said address as its initial registered agent.

DATED THIS 16 DAY OF August, 1999.

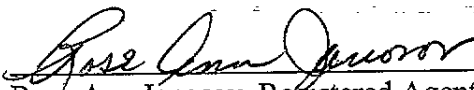
INCORPORATOR:



Rose Ann Janosov

Having been named registered agent for the above-stated corporation, at the designated registered office, the undersigned hereby accepts said appointment and agrees to comply with the provisions of all statutes relative to keeping open said office. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties and the undersigned is familiar with and accepts the obligations of the undersigned's position as registered agent.

DATED THIS 16 DAY OF August, 1999.



Rose Ann Janosov, Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 AUG 18 PM 1:13

APPROVED
AND
FILED