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Saturday, May 13, 2000

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314
(850) 487-6052

FILED
2000 MAY 18 PM 4: 46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: ARTICLES OF INCORPORATION OF CECILE DAY CARE & FAMILY DEVELOPMENT
FOUNDATION, INC.

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-05/18/00--01119--018
*****70.00 *****70.00

Dear Sirs/Madam:

Enclosed are two (2) originals of the Articles of Incorporation of CECILE DAY CARE & FAMILY
DEVELOPMENT FOUNDATION, INC., for filing purposes.

Also enclosed is a check for \$ 70.00 to cover filing fees.

Please send a file stamped copy of the Articles of Incorporation to the undersigned at the above
address.

Thank you for your prompt attention.

Respectfully,



Guy Garman
1-877-501-2300

Enclosures

AR 5/23

ARTICLES OF INCORPORATION
OF
CECILE DAY CARE & FAMILY DEVELOPMENT FOUNDATION, INC.
A NON-PROFIT CORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), in order to form a non-profit corporation under the laws of the state of Not for Profit Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation is CECILE DAY CARE & FAMILY DEVELOPMENT FOUNDATION, INC.

ARTICLE II - PRINCIPAL OFFICE

The address of the principal office of this corporation is 183 NE 57 ST, MIAMI FL 33137 and the mailing address is the same.

ARTICLE III - PURPOSE OF THE CORPORATION

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

The specific purpose(s) for which the corporation is organized is(are):

TO PROMOTE FAMILY DEVELOPMENT AND CHILD DAY CARE PROGRAMS.

ARTICLE IV - MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed is stated in the by-laws

ARTICLE V - DIRECTORS

The number of initial directors of this corporation is 3. Their names and address are as follows:

PIERRE M. ALCINDOR
871 NE 195 ST # 401
MIAMI FL 33179

CECILE LAURISTON
460 NW 89 ST
MIAMI FL 33150

JEAN S. LAURISTON
460 NW 89 ST
MIAMI FL 33150

ARTICLE VI - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the registered agent of this corporation are:

GUY GARMAN
3801 S OCEAN DR 4Z
HOLLYWOOD FL 33019

ARTICLE VII - INCORPORATOR

The name(s) and address(es) of the incorporator(s) of this corporation is (are):

PIERRE M. ALCINDOR
871 NE 195 ST # 401
MIAMI FL 33179

ARTICLE VIII - TERM OF EXISTENCE

The period of duration of this corporation is perpetual.

ARTICLE VIII - QUALIFICATIONS OF MEMBERSHIP

The categories of membership, qualifications for membership and the manner of admission shall be set forth in and regulated by the By Laws of the corporation.

ARTICLE VIII - VOTING RIGHTS

Members of the corporation will have such voting rights as are provided in the By Laws of the Corporation

ARTICLE IX - ADDITIONAL PROVISIONS FOR THE OPERATION OF THE CORPORATION

Any additional provisions for the operation of the corporation are as follows:

In the event of dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed and turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or the corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or local government for exclusive public purpose

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these Articles.

Resolved that any salaries, wages, together with fringe benefits or other forms of compensation (housing, transportation and other allowances) paid to or provided our employees, directors, or officers will not exceed a value which is reasonable and commensurate with the duties and working hours associated with such employment and with the compensation ordinarily paid persons with similar positions or duties.

Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

In any taxable year in which this corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code, the corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; 2) shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; 4) shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

The undersigned incorporators hereby declare under penalty of perjury that the statements made in the foregoing Articles of Incorporation are true.

Dated: 5/16/2000

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2000 MAY 18 PM 4: 46

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pierre M. Alcindor

PIERRE M. ALCINDOR, Incorporator

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.

Dated: 3-13-2000

Guy Garmann

GUY GARMAN, Registered Agent