

CAPITAL CONNECTION, INC.

Virginia Street, Suite 1 • Tallahassee, Florida 32301
70 • 1-800-342-8062 • Fax (850) 222-1222

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SHINE, C.D.C.

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*****78.75 *****78.75

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00 OCT 24 AM 10:12
DIVISION OF CORPORATION

W-25720
W-25583
TS

Signature

Requested by:

Name

10/24/00

Date

8:55

Time

Will Pick Up

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- Art of Inc. File
- LTD Partnership File
- Foreign Corp. File
- L.C. File
- Fictitious Name File
- Trade/Service Mark
- Merger File
- Art. of Amend. File
- RA Resignation
- Dissolution / Withdrawal
- Annual Report / Reinstatement
- Cert. Copy
- Photo Copy
- Certificate of Good Standing
- Certificate of Status
- Certificate of Fictitious Name
- Corp Record Search
- Officer Search
- Fictitious Search
- Fictitious Owner Search
- Vehicle Search
- Driving Record
- UCC 1 or 3 File
- UCC 11 Search
- UCC 11 Retrieval
- Courier

FILED
00 OCT 26 PM 3:55
SECRETARY OF STATE
TALLAHASSEE FLORIDA

T. SMITH OCT 26 2000

✓



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

October 25, 2000

CAPITAL CONNECTION, INC.
417 E VIRGINIA ST, STE 1
TALLAHASSEE, FL 32302

SUBJECT: S.H.I.N.E. INC.
Ref. Number: W00000025720

We have received your document for S.H.I.N.E. INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of 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) 487-6927.

Tracy Smith
Document Specialist

Letter Number: 100A00055697

Corrected

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DIVISION OF CORPORATION

ARTICLES OF INCORPORATION
S.H.I.N.E. C.D.C. INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopt the following Article of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be: **S.H.I.N.E. C.D.C. INC.**

ARTICLE II - PRINCIPAL OFFICE

The principal place of business is 4305 62nd Court, Vero Beach, FL 32967. The mailing address of this corporation shall be PO Box 6639, Vero Beach, FL 32961-6639 or at such other place as the Board of Directors shall from time to time determine. The name of the initial registered agent of the corporation is Zenora Kerr-Ward at 5725 Corporate Way, Suite 206, West Palm Beach, FL 33407.

ARTICLE III - PURPOSE

The general nature of the object of this not for profit corporation is to help community through literacy and mentoring programs.

The above purposes for which the corporation is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Revenue law.

ARTICLE IV - MEMBERSHIP

The qualifications of members and the manner of their admission shall be as provided in the corporation's By-Laws.

ARTICLE V - EXISTENCE

The corporation shall exist perpetually.

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TALLAHASSEE FLORIDA

ARTICLE VI - OFFICERS AND SELECTION

1. The officers of this corporation shall be the President, Vice President, Secretary/Treasurer, and such other officers as may be provided for in the By-Laws.

2. The method of selection, times at which they will be selected or appointed, terms of office, powers and duties of all officers shall be provided for in the By-Laws.

3. The names of the officers who are to serve until the next election or appointment are:

President	Terry Kruse
Vice President	Donna Kruse
Secretary/Treasurer	Sue Spencer

ARTICLE VII - BOARD OF DIRECTORS

1. The affairs of this corporation shall be managed by a Board of Directors which shall never have less than three members. The duties, powers, authority and method of selection of said board shall be as provided in the By-Laws.

2. The names and addresses of the first members of the Board of Directors, who will serve until their successors are selected, are:

Terry Kruse	4305 62 nd Court Vero Beach, FL 32967
Donna Kruse	4305 62 nd Court Vero Beach, FL 32967
Sue Spencer	108 Fig Court Micco, FL 32976

ARTICLE VIII - AMENDMENTS AND BY-LAWS

These Articles of Incorporation and the By-Laws of the corporation may be made, altered, amended or rescinded by a majority vote of the Board of Directors, at any regular or special business meeting, provided that a notice stating the proposed change and the time and place of the meeting, where the same will be considered, has been mailed to all members of the Board of Directors at least two (2) weeks prior to such meeting.

ARTICLE IX - NON-PROFIT

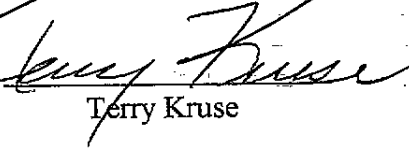
This corporation shall not carry on propaganda, or otherwise attempt to influence legislation or participate in political campaigns as a substantial part of its activities. No part of the income of the corporation shall be paid or inure to the benefit of any person, but the corporation shall be authorized to pay reasonable compensation for services rendered and may confer benefits upon its members in conformity with its purposes.

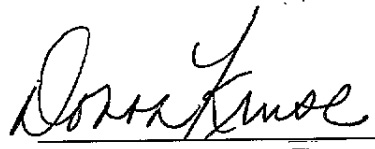
Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law.

ARTICLE X - DISTRIBUTION OF ASSETS

The corporation is not organized for pecuniary profit nor shall it have any power to issue certificates of stock or declare dividends and no part of its net earnings shall inure to the benefit of any members, trustees, officers or individuals. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future federal tax code, or shall be distributed to the federal, state, or local government for a public purpose.

IN WITNESS WHEREOF, we the undersigned incorporates, have hereunto set our hands and seals, this _____ day of _____, 2000, for the purpose of forming this corporation not for profit under laws of the State of Florida.


Terry Kruse


Donna Kruse


Sue Spencer

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE 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:

S.H.I.N.E. C.D.C. INC.

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

Zenora Kerr-Ward
5725 Corporate Way, Suite 206
West Palm Beach, FL 33407

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TALLAHASSEE FLORIDA

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.

Zenora Kerr-Ward
(SIGNATURE)

10/5/00
(DATE)