

NO0000007320

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-11/02/00--01050--022
*****78.75 *****78.75

SUBJECT: The Cliff Adult Care Services, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☒ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

DO NOV -2 PM 2:13
SECRETARY OF STATE
TALLAHASSEE FLORIDA

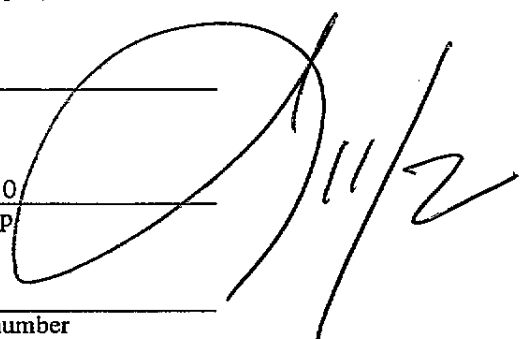
FILED

FROM: Clifford S. McClary
Name (Printed or typed)

1082 NW 106th Street
Address

Miami, Florida 33150
City, State & Zip

(305) 693-6168
Daytime Telephone number



NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION
OF
THE CLIFF ADULT CARE SERVICES, INC.**

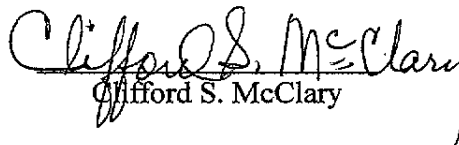
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TALLAHASSEE FLORIDA

ONE: The name and address of this principal corporation is 1082 NW 106 Street, Miami, Florida 33150, in Dade County. The corporation is organized pursuant to the FLORIDA Non-profit Corporation, Code.

TWO: This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. The corporation is organized under the Nonprofit Public Benefit Corporation Law for, charitable and educational purposes to aid the poor and disadvantaged individuals and families towards a life of self-sufficiency. The programs will consist of but shall not be limited to : Medical Treatment and Referrals, Medical Assessments and Check-ups, Job Training, Job Placement, Land Acquisition, Housing, Employment, Literacy, Counseling, Temporary Shelter, Teenage Pregnancy, Substance Abuse Awareness and Prevention, Tutoring, AIDS, Care for Terminally Ill Children, Assistance to Families and other programs to aid those in need.

THREE: The duration of this corporation shall be perpetual, no stock and shall have no members.

FOUR: The address of the Registered office is 1082 NW 106th Street, Miami, Florida 33150, and the name and address of the registered agent of the corporation shall be:


Clifford S. McClary

FIVE:

- (A) This corporation is organized and operated exclusively for Educational and Charitable purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code.
- (B) Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to carry 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.

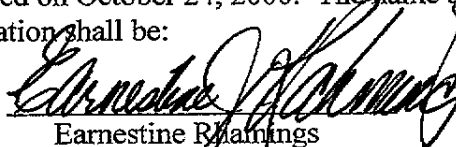
SIX: The Directors are elected in accordance with the Bylaws. The name and address of the persons appointed to act as the initial Directors of this corporation are:

NAME	ADDRESS
Earnestine Rhamings President	1620 NW 130 th Street North Miami, Florida 33168
Eva Scott Vice President	1340 NW 132 nd Terrace North Miami, Florida 33167
Pearl Ruth Johnson Treasurer	1030 NW 128 th Terrace North Miami, Florida 33168
Brenda Buoy Secretary	15720 NW 7 th Avenue Apt. C North Miami, Florida 33168

SEVEN: The property of this corporation is irrevocably dedicated to Charitable and Education purposes and no part of the net income or assets of the organization shall ever inure to the benefit of any director, officer or member thereof or the benefit of any private person.

EIGHT: On the dissolution or winding up of the corporation, it's assets remaining after payment of, or provision for payment of, all debts, and liabilities of this corporation, shall be distributed to a nonprofit fund, foundation, or corporation, which is organized and operated exclusively for, Education and Charitable under Section 501 c (3) of th Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for a public purpose. Any such asset not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is located, exclusive for such purposes or to such organization or organizations, as said Court shall determine which are organized and operated exclusively for such purposes.

NINE: Executed on October 24, 2000. The name and address of the incorporator of this corporation shall be:


Earnestine Rhamings
1620 NW 130th Street
North Miami, Florida 33168

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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.

The name of the corporation is: The Cliff Adult Care Services, Inc.
1082 NW 106th Street
Miami, Florida 33150

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

Clifford S. McClary
1082 NW 106th Street
Miami, Florida
33150

*The above person has been named as registered agent ad to accept service of
process for the stated for the purpose of preparation at the place designated in
this certificate, I hereby accept th appointment as registered agent and agree to
act in this capacity. I further agree to comply with the provisions of all statues
completely to the proper and complete performance of my duties, and I am
familiar with and accept the directions of my position as registered agent.*

Clifford S. McClary
(SIGNATURE)

Oct. 29, 2000
(DATE)

00 NOV 2 2000
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED