

N000000008474

Chart Number Only

12/21/00

SCOTT CHODS

Requestor's Name

15600 SW 288th St. #312

Address

Homestead, FL 33033

City

State

ZIP

Phone

VALIDATION ONLY

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 DEC 22 PM 12:28

CORPORATION(S) NAME

The Little Angels Foundation, INC.

RECEIVED
00 DEC 22 AM 9:58
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



Profit

() NonProfit

() Amendment

() Merger

() Foreign

() Dissolution

() Mark

() Limited Partnership

() Annual Report

() Other

() Reinstatement

() Reservation

() Change of Registered Agent

() Certified Copy

() Photo Copies

() Certificate Under Seal

() Call When Ready

() Call If Problem

() After 4:30

() Walk In

() Will Wait

() Pick Up

() Mail Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.D. Verifier

SUFFICIENCY OF FILING

00 DEC 22 AM 9:55

SHOULD BE FILED WITHIN 30 DAYS OF RECEIPT

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12/22/00-01023-012
*****78.75 *****78.75

12/22/00



Empire Toll Free: 1-800-432-3028

00 DEC 22 PM 12:28

ARTICLES OF INCORPORATION
OF
THE LITTLE ANGELS FOUNDATION, INC.,
a Florida corporation not for profit

ARTICLE I

NAME OF THE CORPORATION AND PRINCIPAL OFFICE

The name of the corporation shall be THE LITTLE ANGELS FOUNDATION, INC. and the address of the principal office is 1283 Egret Road, Homestead, Florida 33035.

ARTICLE II

TERM OF EXISTENCE

The term of existence of this corporation shall be perpetual.

ARTICLE III

PURPOSES AND OBJECTIVES

The purposes and objectives of the corporation shall be to assist children with handicaps who are in need of care while their parents are unable to care for them.

ARTICLE IV

NON-PROFIT PURPOSES AND POWERS

1. The corporation shall be organized and operated exclusively for charitable, scientific and educational purposes within the meaning of Section 501 of the U. S. Internal Revenue Code of 1954, as subsequently amended. The powers of the corporation shall be limited to only those powers permitted to be carried on by a corporation exempt from federal income tax under the appropriate section of the Internal Revenue Code of 1954, as subsequently amended.

2. No part of the income of the corporation shall be distributed to the members, directors or officers. However, nothing shall prevent a member, director or officer being paid a fair compensation for services rendered as an employee of the corporation or as a contracting party, if not in conflict with the policies regarding conflicts of interest and requirements of the Internal Revenue Code, Section 501.

3. In the event that the corporation shall be dissolved, voluntarily or involuntarily, the Board of Directors, after providing for the outstanding debts and obligations of the corporation shall distribute the remaining assets of the corporation to one or more charitable organizations designated by the Board of Directors which are, or may become, engaged in activities which in the judgment of the Board are, or will be similar to the purposes of this corporation and also qualified as a tax exempt corporation under Internal Revenue Code section 501^c(3). In no event shall any of the corporation's assets be distributed to any present or former member of the corporation.

ARTICLE V

MEMBERSHIP

1. Membership in the corporation shall be by nominating to membership by a nominating committee.

2. The specific requirements for nomination, the nominating procedure and constituency of the nominating committee shall be in accord with the requirements of the By-Laws. The By-Laws may limit the size of the membership and provide set such criteria for membership as it deems necessary and advisable.

ARTICLE VI

BOARD OF DIRECTORS

1. The corporation shall be managed by a Board of Directors

who shall determine policy as set forth in the By-Laws.

2. The Board of Directors shall be composed of not less than three (3) nor more than twenty (20) persons. Members of the Board of Directors shall be members of the corporation and shall be elected as set forth in the By-Laws of the corporation.

3. The term of each member of the Board of Directors shall be one year. The By-Laws may set other requirements and restrictions.

4. The initial Board of Directors, who shall serve for one year or until their successors are elected are:

JUDY WALDMAN 1283 Egret Road, Homestead, Florida 33035
DR. MERV WALDMAN 1283 Egret Road, Homestead, Florida 33035
MONIQUE PATTERSON, 1250 N. Flagler Avenue, Homestead, Florida 33030
DR. ALEX PATTERSON, 1250 N. Flagler Avenue, Homestead, Florida 33030
S. SCOTT CHOOS, 15631 S.W. 109 Terrace, Miami, Florida 33196
WILLIAM THIBAUT, 29765 S.W. 164 Place, Homestead, Florida 33033
STEVE SHIVER, 1400 Egret Road, Homestead, Florida 33035
SHERI SHIVER, 1400 Egret Road, Homestead, Florida 33035
KRISTEN NEWTON, 20340 S.W. 308 Street, Homestead, Florida 33030
JERRY JOSEPH, 17376 S.W. 267 Lane, Homestead, Florida 33031
ANN McALLISTER, 19411 S.W. 308 Street, Homestead, Florida 33030
RED McALLISTER, 19411 S.W. 308 Street, Homestead, Florida 33030
DEBBIE PAIGE, 2300 Palm Drive, Homestead, Florida 33035
STEVE FARRELL, 2300 Palm Drive, Homestead, Florida 33035
MARGARET REYNOLDS, 19205 S.W. 256 Street, Homestead, Florida 33031

ARTICLE VII

OFFICERS

1. There shall be the following officers of the Corporation: President, Vice President, Secretary, Treasurer, and such other officers as may be required by the By-Laws of the Corporation.

2. The initial officers, who shall serve for one year after incorporation are:

President: JUDY WALDMAN
1283 Egret Road
Homestead, Florida 33035

ARTICLE VIII

BY-LAWS

1. The By-Laws of the corporation shall be adopted by the Board of Directors.

2. The By-Laws may be altered, amended or repealed and new By-Laws be adopted by a majority of the Board of Directors of the corporation at any regularly convened or special meeting thereof.

ARTICLE IX

AMENDMENTS TO ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended by a majority vote of the Board of Directors present at a regular or special meeting of the Board of Directors provided a quorum is present and the specific proposed Amendment has been mailed to each member of the corporation at least two weeks prior to the regular or special meeting and a notice of the meeting is similarly provided. The Amendment shall be effective upon acceptance by the Secretary of State.

ARTICLE X
BEGINNING OF CORPORATE EXISTENCE

The corporate existence shall begin upon acceptance and approval of these Articles of Incorporation by the Department of State.

ARTICLE XI
REGISTERED AGENT

Until provided otherwise by the Board of Directors the registered agent and registered office shall be:

S. SCOTT CHOOS, ESQ.
Suite 312, 15600 S.W. 288 Street
Homestead, Florida 33033

ARTICLE XII
SUBSCRIBERS

The subscribers to these Article of Incorporation and their addresses are:

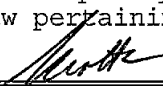
JUDY WALDMAN
1283 Egret Road
Homestead, Florida 33035

ARTICLE XIII
INDEMNIFICATION

The By-Laws may provide for indemnification of the Board of Directors, officers and employees of the Corporation.


ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been made initial Registered Agent to accept service of process of the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.



S. SCOTT CHOOS, ESQ., Registered Agent

IN WITNESS WHEREOF, I have hereunto made, subscribed and acknowledged these Articles of Incorporation.



JUDY WALDMAN

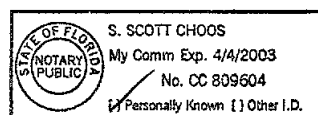
STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 24th day of December, 2000, by JUDY WALDMAN, who is personally known to me and who did take an oath.



NOTARY PUBLIC

My Commission Expires:



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SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 DEC 22 PM 12:28