

TRANSMITTAL LETTER

NO10000000492

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

Now Profit

900003563409--7

-01/22/01--01131--014

\*\*\*\*\*236.25 \*\*\*\*\*78.75

SUBJECT: KIDS CARIBBEAN 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

☒ \$78.75

☐ \$122.50

☐ \$131.25

FROM:

U.S.A. INCOMETAX

ORVILLE WALKER

Name (printed or typed)

3600 SOUTH STATE ROAD #7 SUITE 1  
Address

MIRANAR FLORIDA 33023

City, State & Zip

954-9679077

Daytime Telephone number

FILED  
01 JAN 22 AM 10:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

23-01

# **Certificate of incorporation of**

**(A NON-PROFIT CORPORATION)**

## **KIDS CARIBBEAN INC**

We the undersigned, being desirous of forming a Corporation for charitable and philanthropic purposes, under the laws of the laws of the State of Florida and the United States of America, do agree as follows:

**ARTICLE 1 :** The name of this Corporation is: KIDS CARIBBEAN INC

**ARTICLE 2:** The general nature of the objectives and purposes of this Corporation shall be:

- a) To maintain and operate in accordance with accepted professional standards and practices.  
A charitable home for the sick, mentally retarded, disabled, underdeveloped and homeless.  
For the benefit of the entire community and awareness to improve and provide good care.
- b) To provide and maintain a staff for the care of the retarded and disabled.
- c) To promote the total development of individuals by providing a program which offers opportunities to stimulate growth and development appropriate to the age levels.
- d) To acquire, construct, sponsor, convert or expand facilities for lease or sale.
- e) Notwithstanding any other provision of these articles, this Corporation will not carry on any other activities not permitted to be carried on by (a) a Corporation exempt from Federal income tax under section 501© (3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law of (b) a corporation contributions to which are deductible under section 170 © (2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue Law.

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in section 501 © (3) and 170 © (2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law or to the Federal, State, or Local Government for exclusive public purpose.

**FILED**  
01 JAN 22 AM 10:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Notwithstanding any other provision of these articles, this Corporation will not carry on any other activities not permitted to be carried on by (a) a Corporation exempt from Federal income tax under section 501© (3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law of (b) a corporation contributions to which are deductible under section 170 © (2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue Law.

Said Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes the making of distributions to organizations that qualify as exempt organizations under section 501 © (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law ).

- f) To draw, make, accept, endorse, execute and issue promissory notes, draft bills of exchange, warrants, bonds, debentures and other negotiable instruments and evidences of indebtedness and to secure the payment of any thereof and of the interest thereon by mortgage upon pledge, conveyance or assignment in trust of the whole or any part of the property of the Corporation, whether at the time owned or thereafter acquired and sell, pledge or otherwise dispose of such bonds or other obligations of the Corporation for its corporate purposes.
- g) To have one or more officers to carry on all of its operations with restrictions and limitations as to the amount of purchase or otherwise acquired real or personal property of every class and description upon the approval of the Board of Directors.
- h) To exercise any specific or general powers granted to Corporation not-for-profit under the statutes of Florida.
- i) To engage in no activity which would prevent the Corporation from qualifying for Federal Income Tax exemption under the laws of the State of Florida and the United States of America.

**ARTICLE 3:** There are no By-laws, however Government will be as provided in the articles of association.

**ARTICLE 4:** The Corporation shall have perpetual existence.

**ARTICLE 5:** The initial Post office address of the principal office of this Corporation is to be at: 5718 RODMAN STREET HOLLYWOOD FL 33023 The Board of Directors may from time to time designate such other Post office address and place for the principal office of this Corporation as it may see fit.

**ARTICLE 6:** The number of Directors of this Corporation shall be as provided in the By-laws, but shall not be less than three in number nor more than six and shall remain three in number until otherwise altered or changed by the By-laws.

**ARTICLE 8:** No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 the purpose clause hereof. No substantial part of the activities of organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in ( including the publishing or distribution of statements ) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 © (3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 © (2) of the Internal Revenue Code, or corresponding section of any future Federal Tax Code.

[illegible]

**ARTICLE 10:** The name and post office address of each subscriber of these Articles of Incorporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
CASHMO BROWN	5718 RODMAN ST HOLLYWOOD FL 33023
RICARDO CHONG	5718 RODMAN ST HOLLYWOOD FL 33023
GARTH GUTHRY	5718 RODMAN ST HOLLYWOOD FL 33023

**ARTICLE 11:** These Articles of Incorporation shall be effective on the date of filing.

**ARTICLE 12:** The resident agent for the corporation shall be:

CASHMO BROWN

whose address is:

5718 RODMAN ST HOLLYWOOD FL 33023

**ARTICLE 13:** The management of the affairs of the corporation shall be the Board of Directors directly. The President shall have authority to bind the corporation to legal acts including drawing upon bank accounts (solely) subject to ratification by the Board. The Secretary and Treasurer shall be the only other officers in the corporation until otherwise approved by proper amendment.

**ARTICLE 14:** Board members may be elected at any meeting of the Board. Any natural person over the age of 21 years and with a charitable motive and dedication to the purposes of this corporation shall be eligible for membership. Commencing in 1980, the term of each Board member shall be five years (or until the end of the respective term of his/her predecessor if he/she shall have been elected to succeed a person who shall not have completed his/her three year term ) and until the election and qualification of his/her successor. The terms of office for each Board member shall be so staggered that at least one third of the total number shall be elected each year.

**ARTICLE 15:** Any Board member may resign at any time by giving written notice to the Board's chairperson. It shall be effective immediately .

Any Board member may be removed by a majority vote of all members at a special meeting called for that purpose.

**ARTICLE 16:** Any natural person over 21 years of age with philanthropic goals may be qualified for membership. Admission shall occur after approval by majority vote of the Board of Directors.



**CERTIFICATE DESIGNATING (OR CHANGING) PLACE  
OF BUSINESS OR DOMICILE FOR THE SERVICES OF  
PROCESS WITHIN THIS STATE, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED.**

In compliance with section 48.091, Florida Statutes, the following is submitted:

First that KIDS CARIBBEAN INC

\_\_\_\_\_  
(Name of corporation)

desiring to organize under the laws of the State of FLORIDA with its  
principal office,

(Florida)

as indicated in the articles of incorporation at city of HOLLYWOOD

\_\_\_\_\_  
county of

(City)

BROWARD State of  
has

(County)

CASHMO

BROWN

(State)

named \_\_\_\_\_

(Name of Resident Agent)

located at 5718 RODMAN STREET HOLLYWOOD FL 33023

5718 RODMAN STREET HOLLYWOOD FL 33023

(Street address and number of building, Post Office box address not accepted)

City of HOLLYWOOD BROWARD, County of  
State FLORIDA

(City)

BROWARD

(County)



of Florida, as its Agent to accept service of process within Florida.

SIGNATURE Cashna Brown  
(Corporate Officer)

TITLE President  
DATE 1-20-2006

**ACKNOWLEDGEMENT: ( MUST BE SIGNED BY DESIGNATED AGENT )**

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate. I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By Cashna Brown  
(Registered Agent)

Date \_\_\_\_\_

FILED  
01 JAN 22 AM 10:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING (OR CHANGING) PLACE  
OF BUSINESS OR DOMICILE FOR THE SERVICES OF  
PROCESS WITHIN THIS STATE, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in compliance  
with the said act:

First that Kids CARIBBEAN INC  
(Name of corporation)

desiring to organize under the laws of the State of FLORIDA with its principal office,  
(Florida)  
as indicated in the articles of incorporation at city of HOLLYWOOD county of  
(City)  
BROWARD State of FLORIDA has  
(County) (State)  
named CASHMO BROWN  
(Name of Resident Agent)

located at 5718 RODMAN STREET BAY 10  
(Street address and number of building, Post Office box address not accepted)  
City of HOLLYWOOD, County of BROWARD State

of Florida, as its Agent to accept service of process within this State.

**ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)**

Having been named to accept service of process for the above stated corporation, at place  
designated in this Certificate. I hereby accept to act in this capacity, and agree to comply with the  
provision of said Act relative to keeping open said office.

By Cashmo Brown  
Signature  
Registered Agent