TRANSMITTAL LETTER

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

THE SHED GROUP, INC. SUBJECT: (PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

> 400003673364--02/12/01 --01009---001 *****87.50 *****87.50

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

MIAMI, FLORIDA 33177
City, State & Zip

305-378-9725 Daytime Telephone number

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

ARTICLES OF INCORPORATION

ARTICLES OF INCORPORATION THE SHED GROUP, INC.

OI FEB-9 AM 10: 23
TALLAHASSEE STATE

In compliance with Chapter 617, F.S., Not for Profit Corporation Act of the State of FORIDA, adopt the following articles of incorporation for such corporation:

ARTICLE I NAME

The name of the corporation shall be:

THE SHED GROUP, INC.

ARTICLE II PRINCIPLE OFFICE

The principal place of business and mailing address of this corporation shall be:

6003 SW 154th Court, Miami, Florida 33193

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

THE SHED GROUP, INC. is hereby formed to provide Social, Health, Economic/Educational, and Developmental support services to needy youth and their families of any race, age, religion, and ethnicity in the South Miami-Dade community areas.

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

The business of this corporation shall be managed by a Board of Directors consisting of 3 members, together with the officers of this organization. At least one of the directors elected shall be a resident of the State of Florida and a citizen of the United States. The directors to be chosen for the ensuing year shall be chosen at the annual meeting of this organization in the same manner and style as the officers of this organization and they shall serve for a term of 1 year. Vacancies in the Board of Directors shall be filled by a vote of the majority of the remaining members of the Board of Directors for the balance of the year. The President of the organization by virtue of his office shall be Chairman of the Board of Directors. The Board of Directors shall select from one of their members a secretary. A director may be removed when sufficient cause exists for such removal.

ARTICLE V INITIAL DIRECTORS/OFFICERS

The name and addresses:

Directors:

Debra Barnes 6003 SW 154th Court Miami, Florida 33193

Rose L Evans-Coleman 20510 SW 122nd Court Miami, Florida 33177

Linda M. Smiley 12546 SW 120th Avenue Miami, Florida 33186

Officers:

Arthur J. Barnes, President 6003 SW 154th Court Miami, Florida 33193

Jerome V. Smiley, Vice-President 12546 SW 120th Avenue Miami, Florida 33186

William E. Coleman Sr., Secretary/Treasurer 20510 SW 122nd Court Miami, Florida 33177

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is:

William E. Coleman Sr. 20510 SW 122nd Court Miami, Florida 33177

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Arthur J. Barnes, President

6003 SW 154th Court Miami, Florida 33193

Having been named as registered agent to accept service of process for the above corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Signature/Registered Agent

Date

Signature/l/com/ofator

Date

01 FEB -9 AM IO: 21
SECREDURY OF STATE
TALL AHASSEE FLORINA