

SOUTH FLORIDA CHINA ADOPTION

SERVICES - David A. Knickerbocker, Ph.D. - Resident Agent

N010000001719

March 2, 2001

Division of Licensing
Department of State
State of Florida
The Capital
Tallahassee, Florida
32304

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-03/07/01--01033--013
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RE: Request for Non-Profit, Charitable Corporation.

Dear Sirs:

Please find enclosed our initial Articles of Incorporation and Bylaws for this new corporation. We wish to be chartered as a new, non-profit corporation in the State of Florida.

Please send an application for registration as a charitable organization. In addition, can you send us a provisional not-for-profit corporate status letter so we can provide services to Florida families wishing to adopt from China (due to recent changes in their requirements for adoptions).

Your diligent processing of this charter and not-for-profit status would be greatly appreciated.

Sincerely,

David A. Knickerbocker

David A. Knickerbocker, Ph.D.
Resident Agent -
South Florida China Adoption Services

122 S.W. 51st Terrace, Cape Coral, Florida 33914

(941) 542-0633 phone and fax

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3/12-01

ARTICLES OF INCORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be:

SOUTH FLORIDA CHINA ADOPTION SERVICES, INC.

ARTICLE II PRINCIPAL OFFICE

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

122 S.W. 51st Terrace
Cape Coral, Florida 33914

ARTICLE III PURPOSE

The purpose for which the corporation is organized is: Advancement of the provision of social, educational, assessment and rehabilitative services to adoptive Chinese, American and other foreign children and their American adoptive families, and any other related or corresponding charitable purposes including the distribution of funds for such purposes.

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed: Appointed 5 directors on board until first annual meeting, at which time an election of Directors shall be held. Regular meetings shall be held annually. Board members hold office for 2 years. Directors are elected in accordance with bylaws.

ARTICLE V INITIAL DIRECTORS/OFFICERS

The name and addresses:

President- Debbie Patterson, 1327 Rio Vista, Ft. Myers, Fl 33901
Vice-Pres- Deanna Brooks, 5085 Russell Avenue, Ft. Myers, Fl 33919
Secretary - Cheryl Hess, 10632 Baytree Court, Lehigh Acres, Fl 33936
Treasurer - Bette McLean, 886 Entrada Drive, Ftt Myers, Fl 33911
At-Large- Elizabeth Knickerbocker, 122 S.W. 51st Terrace, Cape Coral, Fl 33914

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

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

David Knickerbocker, 122 S.W. 51st Terrace, Cape Coral, Florida 33914

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Elizabeth Knickerbocker, 122 S.W. 51st Terrace, Cape Coral, Florida 33914

Having been named as registered agent to accept service of process for the above stated 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.

David A. Knickerbocker
Signature/Registered Agent David Knickerbocker

3/2/2001
Date

Elizabeth C. Knickerbocker
Signature/Incorporator Elizabeth Knickerbocker

03-02-01
Date