

N01000004276

Requester's Name

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

MARTHA HARRIS
7036 San Sebastian Circle
Boca Raton, FL 33433
561-998-0870 ext 236
561-347-8447

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #) **200004376392-8**
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NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

W01B344

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 11, 2001

MARTHA HARRIS
7036 SAN SEBASTIAN CIRCLE
BOCA RATON, FL 33433

SUBJECT: ALL KIDS COUNT, INC. OR ACTION COALITION, INC.
Ref. Number: W01000013344

We have received your document for ALL KIDS COUNT, INC. OR ACTION COALITION, INC. and your check(s) totaling \$160.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity must be identical throughout the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Dale White
Document Specialist
New Filings Section

Letter Number: 101A00035858

*Please Find
Copy & Original
Thanks -
Martha Harris*

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

ALL KIDS COUNT, INC.

I, the undersigned Incorporator to these Articles of Incorporation, a natural person competent to contract, do hereby execute these Articles of Incorporation for the purpose of forming a corporation not-for-profit under the laws of the State of Florida.

ARTICLE I

Name

The name of the corporation is ALL KIDS COUNT, INC.

ARTICLE II

Purposes

This 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(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code.

ARTICLE III

Membership

There will be no membership in the corporation.

ARTICLE IV

Term of Existence

The term of existence of this corporation is perpetual.

ARTICLE V

Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 7036 San Sebastian Circle, Boca Raton, FL 33433 and the name of the initial registered agent of this Corporation at that address is Martha Harris.

ARTICLE VI

Principal Office

The address of the principal office of this Corporation shall be 7036 San Sebastian Circle, Boca Raton, FL 33433.

ARTICLE VII

Mailing Address

The mailing address of this Corporation shall be 7036 San Sebastian Circle, Boca Raton, FL 33433.

ARTICLE VIII

Incorporator

The name and address of the Incorporator is Martha Harris, 7036 San Sebastian Circle, Boca Raton, FL 33433

ARTICLE IX

Directors

The number of directors constituting the initial Board of Directors is three (3) and the names and addresses of the persons who are to serve as initial directors are:

Martha Harris
7036 San Sebastian Circle
Boca Raton, FL 33433

Debra Angley
2150 NE 14th Street, #500
Pompano Beach, FL 33062

Carla Blefary
7171 San Salvador Drive
Boca Raton, 33433

The manner of election of the Directors shall be as stated in the By-Laws.

ARTICLE X

By-Laws

Section 1. The initial By-Laws of the corporation shall be adopted by a majority vote of the Board of Directors.

Section 2. The By-Laws may be made, amended or rescinded by a majority vote of the Board of Directors.

ARTICLE XI

Amendments

These Articles of Incorporation may be amended by a majority vote of the Board of Directors.

ARTICLE XII

Negation of Pecuniary Gain

This corporation is not organized for a pecuniary profit. It shall not have any power to issue Certificates of Stock or declare dividends. No part of its net earnings shall inure to the benefit of, or be distributed to, any member, director, officer or other private persons; provided, however, that this shall not be construed to prohibit the payment by the corporation of reasonable compensation for services rendered or to prohibit payments and distributions by the corporation in furtherance of its purposes as described in Article II hereof.

ARTICLE XIII

Prohibition of Certain Activities

No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE XIV

Dissolution

Upon the dissolution of this corporation in accordance with Florida law, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of this corporation, distribute the remaining assets of this corporation for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or the 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 assets not disposed of as provided above shall be disposed of by the Circuit Court of Palm Beach County, or any other court having jurisdiction over this corporation in regard to its dissolution.

SUBSCRIBED to this 4th day of June, 2001.


Martha Harris, Incorporator

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

DESIGNATION OF REGISTERED AGENT

FOR

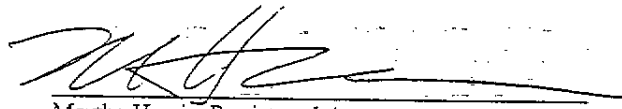
ALL KIDS COUNT, INC.

Pursuant to Section 617.0501, Florida Statutes, the following is submitted:

ACTION COALITION, INC., desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation, has named Martha Harris, located at 7036 San Sebastian Circle, Boca Raton, County of Palm Beach, FL 33433, as its registered agent for service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations as set forth in Section 617.0501, Florida Statutes.



Martha Harris, Registered Agent