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

1. Laber In Love (Corporation Name) Amended & Restated (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
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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

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

Examiner's Initials DR

12/3/01

**RESTATED AND AMENDED
ARTICLES OF INCORPORATION
OF
LABOR IN LOVE, INCORPORATED,
A FLORIDA NOT-FOR-PROFIT CORPORATION**

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The undersigned corporation, pursuant to Chapter 617, Florida Statutes, originally incorporated on July 5, 2001, submits the following Restated and Amended Articles of Incorporation.

ARTICLE I. GENERAL

Section 1. Name. The name of the corporation shall be: LABOR IN LOVE, INC.

ARTICLE II. PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the corporation's principal office and the mailing address of the Corporation shall be: 3310 N.W. 80th Terrace, Miami, Florida 33147.

ARTICLE IV. PURPOSES

(A) The corporation is organized and shall be operated exclusively for educational, cultural, charitable and scientific purposes within the meaning of the Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law. The purposes of the corporation shall however, be limited in all events to exempt purposes described in Section 501(c)(3) of the Internal Revenue Code of 1986 as amended, including but not limited to, the following:

1. Obtaining and establishing a learning center (s) for welfare mothers and working poor women, including the retrofitting of such center(s) and its classrooms to have technology and internet access for educational and vocational learning.

2. Providing an integrated curriculum, targeted to welfare mothers and those identified as working, poor women, in educational and vocational literacy skills that will result in employment with wages that can adequately provide for food, clothing and housing for individual families. The curriculum will consist of basic education, employment preparation, health support programs, motivational activities and entry-level employment leading to family self-sufficiency;

3. And conducting any other learning and motivational activities that will enhance the likelihood of making welfare mothers and working poor women self-sufficient and/or employable.

(B) In furtherance of its stated purposes, the corporation is further authorized: (1) to receive, acquire, solicit, accept and hold money, real or personal property and any other form of grants, contributions, gift, bequest, or devise from any person, governmental entity or agency, firm, partnership, or corporation, to be utilized in the furtherance of the objects and purposes of the corporation; (2) to establish an office and employ such personnel and engage such consultants and professionals as may be necessary and proper in the judgment of the Board of Directors, and pay reasonable compensation for the services of such persons; and (4) to do all acts and things requisite, necessary, proper and desirable to carry out and further the objects for which this corporation is formed; and, in general to have all the rights, privileges, and immunities, and enjoy all the benefits of the laws of the State of Florida applicable to corporations of this character, including but not limited to the powers described in Section 617.0302, Florida Statutes, subject however to the requirements of Section 501(c)(3) of the Internal Revenue Code, as amended and its Regulations as the same now exist or as hereafter amended, and to the other limitations provided in these Articles of Incorporation.

(C) No part of the income or principal of this corporation shall inure to the benefit of or be distributed to any director or officer of the corporation or any other private individual, in such a fashion as to constitute an application of funds not within the purpose of exempt organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. However, reimbursement for expenditures or the payment of reasonable compensation for services rendered shall not be deemed to be a distribution of income or principal.

(D) No part of the activities of the corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and this corporation shall not participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

ARTICLE IV. DURATION AND COMMENCEMENT

The corporation will exist perpetually, commencing with the filing of these Articles of Incorporation with the Florida Department of State.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 10,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE VI. MEMBERSHIP

The corporation shall not have members.

ARTICLE VII. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the affairs of the corporation shall be managed under the direction of, a Board of Directors. The terms, manner of election and the number of Directors (which number shall not be less than three) shall be as provided in the bylaws. The names and addresses of the members of the corporation's board of directors are:

Dorothy Bendross Mindingall, President
6600 N.W. 27th Avenue
Miami, Florida 33147

Sharon Sbrissa, Vice-President
1190 N.E. 200 Terrace
Miami, Florida 33179

Elaine Diaz, Secretary
17101 N.W. 46 Avenue
Miami, Florida 33055

Elvin Parnell
6301 S.W. 1st Court
Plantation, FL 33317

ARTICLE VIII. REGISTERED OFFICE AND AGENT

The name of the registered agent of the corporation is Sharon Sbrissa and the street address of 1190 N.E. 200 Terrace, Miami, Florida 33179.

ARTICLE IX. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law.

ARTICLE X. DISSOLUTION

Upon the dissolution of the corporation and the winding up of its affairs, the assets of the corporation remaining after payment of or provision for claims against

the corporation and expenses incidental to the dissolution shall be distributed to a charitable, religious, scientific or educational organization which would qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code, or as hereafter amended, or shall be distributed to a local government for a public purpose. No part of the assets or net earnings of the corporation may be distributed or inure to the benefit of any individual.

Resolution Adopting Restated and Amended Articles of Incorporation

RESOLVED, that the attached Restated and Amended Articles of Incorporation are duly adopted as the Articles of Incorporation of Labor In Love, Incorporated, during a meeting of the Board of Directors called and held on November 15, 2001 and further states:

1. The Restated and Amended Articles of Incorporation restates and further amends provisions of the Articles of Incorporation filed on July 5, 2001, by inclusion of new provisions in Article V (Authorized Shares), Article VI (Members), Article IX (Amendments) and Article X (Dissolution).
2. There is no discrepancy between the corporation's articles of incorporation as filed and the provisions of the restated and amended articles of incorporation.
3. The Restated and Amended Articles of Incorporation do not contain any amendment to the articles which would require shareholder approval.

November 15, 2001
Date

Labor In Love, Inc.

By: Dorothy Bendross-Mindingall
Dorothy Bendross-Mindingall,
President

By: Sharon Sbrissa
Sharon Sbrissa, Vice-President

By: Elaine Diaz
Elaine Diaz, Secretary

By: Elvin Parnell
Elvin Parnell, Treasurer