

OFFICE USE ONLY (Domestic)

LAZARUS CORPORATE FILING SERVICE

(Requestor's Name)

3320 S.W. 87 AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip)

(Phone #)

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

200004575102-9

-09/07/01-01080-019

*****73.75 *****73.75

OFFICE USE ONLY

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

1. YOUTH DEVELOPMENT ASSOCIATION, INC.
(Corporation Name) (Document #)

2. _____ (Corporation Name) (Document #)

3. _____ (Corporation Name) (Document #)

4. _____ (Corporation Name) (Document #)

Walk in Pick up time 2:00

Certified Copy

Mail out Will wait

Photocopy

Certificate of Status

| NEW FILINGS | |
|-------------------------------------|-------------------|
| <input checked="" type="checkbox"/> | Profit |
| <input type="checkbox"/> | NonProfit |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication |
| <input type="checkbox"/> | Other |

| AMENDMENTS | |
|--------------------------|---------------------------------------|
| <input type="checkbox"/> | Amendment |
| <input type="checkbox"/> | Resignation of R.A., Officer/Director |
| <input type="checkbox"/> | Change of Registered Agent |
| <input type="checkbox"/> | Dissolution/Withdrawal |
| <input type="checkbox"/> | Merger |

| OTHER FILINGS | |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report |
| <input type="checkbox"/> | Fictitious Name |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/QUALIFICATION | |
|-------------------------------------|---------------------|
| <input checked="" type="checkbox"/> | Foreign |
| <input checked="" type="checkbox"/> | Limited Partnership |
| <input type="checkbox"/> | Reinstatement |
| <input type="checkbox"/> | Trademark |
| <input type="checkbox"/> | Other |

200004575102-9
-09/07/01-01080-020
*****5.00 *****5.00

WOT-2085
Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 7, 2001

LAZARUS CORPORATE FILING SERVICE
3320 SW 87 AVENUE
MIAMI, FL

SUBJECT: YOUTH DEVELOPMENT ASSOCIATION, INC.
Ref. Number: W01000020852

We have received your document for YOUTH DEVELOPMENT ASSOCIATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

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) 245-6915.

Pamela Smith
Document Specialist
New Filings Section

Letter Number: 201A00050508

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
201 SEP 16 PM 2:41
OFFICE OF THE ATTORNEY
GENERAL
FLORIDA

ARTICLES OF INCORPORATION
OF
YOUTH DEVELOPMENT ASSOCIATION, INC.

01 SEP 14 PM 4:01
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WE, the undersigned, hereby associate together for the purpose of becoming a corporation not -for -profit, under the Laws of the State of Florida, by and under the provisions of the Statues of the State of Florida, providing for the formation, liabilities, rights, privileges and immunities of a corporation non-for-profit.

ARTICLE I

The name of the corporation shall be: YOUTH DEVELOPMENT ASSOCIATION, INC.on at 10200 SW 125th Street , Miami , Florida 33176 ,Miami-Dade, County Florida, such other places or points in the State of Florida, and in the United States and foreign countries as may from time to time be authorized by the Board of Directors. It principal office shall be: 10200 SW 129th Street., Miami, Florida 33176

ARTICLE II

This non-profit corporation here sought to be incorporated is needed because it helps kids stay of the street in Florida, addressing a rising need in the community which this non-profit corporation is seeking to do through community involvement.

ARTICLE III

This corporation shall have all the general powers together with all of the additional and specific powers granted to corporation not-for-profit under the Laws of the State of Florida and the United States, as well as all implied powers in carrying out the foregoing express powers.

This Article shall be construed both as objects and powers, but no resitation, expression or declaration of specific powers or purposes herein enumerated shall be

deemed to be exclusive, but it is hereby expressly declared that other lawful powers not inconsistent therewith and herein are hereby included.

ARTICLE IV

This corporation shall have no shares of stocks and no dividends shall be paid and no part of the income of this corporation shall be distributed to the members, directors or officers thereof, provided, however, that this corporation may pay compensation in a reasonable amount to its members, directors or officers for services rendered, may confer benefits upon its members in conformity with its purposes, and upon dissolution or final liquidation may take distribution to its members as permitted by the Court having jurisdiction thereof, and no such payment, benefit or distribution upon such liquidation shall be deemed to be a dividend or a distribution of income.

ARTICLE V

This corporation shall begin business with a capital of not less than \$500 dollars.

ARTICLE VI

This corporation shall have a perpetual existence.

ARTICLE VII

To qualify as a member of this corporation, it is necessary that the applicant for membership be concerned member of the general public specifically interested in the purpose for which this non-profit corporation is sought to be incorporated.

ARTICLE VIII

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

- a) Nicholas Eskert: 10200 SW 125th Street, Miami, Florida 33176
- b) Heriberto de la Caridad Perez: 10200 SW 125th Street, Miami, Florida 33176
- c) Natalie Eskert: 10200 SW 125th Street, Miami, Florida 33176

ARTICLE IX

The names and post addresses of the first Board of Directors of the corporation Which shall not be less than two (3) and no more than 3 who shall hold office until the organizational meeting of this organizational meeting of this corporation, and until their successors are elected and have qualified, are:

- a) Nicholas Eskert: 10200 SW 125th Street, Miami, Florida 33176
- b) Heriberto de la Caridad Perez: 10200 SW 125th Street, Miami, Florida 33176
- c) Natalie Eskert: 10200 SW 125th Street, Miami, Florida 33176

The officers of this corporation, and the names of the persons who shall first serve As such officers until the organizational meeting of this Corporation and until their successors are elected and have qualified, and the persons who will manage the affairs of the corporation until their successors are elected and have qualified, are:

President: Nicholas Eskert

Vice President: Heriberto de la Caridad Perez

Treasurer: Natalie Eskert

Secretary: Heriberto de la Caridad Perez

Each officer and each director shall serve for a term of one year commencing with the date of the original election to that post at the original organizational meeting of this corporation and continuing on the same day of each year thereafter, providing, however, that any incumbent officer shall remain in office pending election of his or their successor and the qualification of his or their successor.

ARTICLE X

These Articles of Incorporation may be altered, amended, repealed or added to, by an affirmative vote of the membership representing thirty-five (35%) percent of members in good standing, at an annual meeting or at a special meeting, which notice shall state the alterations, amendments or changes which are proposed to be made to this charter. Only such changes as have been specified in the notice shall be made. If, however, all the

members in good standing shall be present at any regular or special meeting, the by-laws may be amended by unanimous vote, without any previous notice.

ARTICLE XI

The provisions of this charter and each and every Article and Section hereof, and the by-laws of this corporation shall be considered a part of every contract and transaction to which this corporation shall be a party. Each person, association and/or corporations dealing with this corporation is hereby charged with knowledge and notice of this corporation charter and the by-laws of this corporation.

ARTICLE XII

Limitations: No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payments and distributions in furtherance of the proposed forth in Article II hereof. No substantial part of the activities of the Corporation shall be carrying on the 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 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law), or (b) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE XIII

Dissolution: Upon the dissolution of the Corporation, the Board of Directors will, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized

and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of by the Circuit Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes, or to such organization or organizations as said Court shall determine which are organized and operated exclusively for such purposes.

ARTICLE XIV

Registered Office and Registered Agent: The Corporation's initial Registered Agent and initial Registered Office in the State of Florida are:

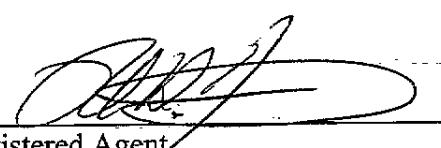
Initial Registered Agent: Raul Montaner, Attorney at Law.

Initial Registered Office: 175 Fountainbleau Boulevard, Suite # 2-A
Miami, Florida 33172.

ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been named the initial Registered Agent to accept service of process on the Corporation at the initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and agree to act in this capacity, and I agree to comply with all the requirements of the Law pertaining to the same.

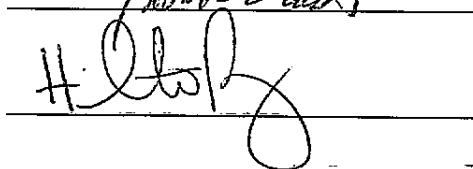
Dated 10th day of July, 2001.

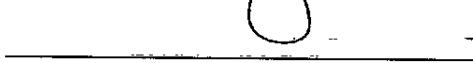


Registered Agent

IN WITNESS WHEREOF, we the undersigned subscribers to these Articles of Incorporation, have hereunto set our hands and seals this _____ day of _____, 2001, for the purpose of forming a corporation not for profit under the laws of the State of Florida.

 (SEAL)

 (SEAL)

 (SEAL)

 (SEAL)

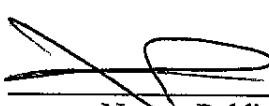
STATE OF FLORIDA)

)
COUNTY OF DADE)

Before Me, the undersigned authority, personally appeared

Nicholas Espey and
Reinhard DeLoach Jr. who produced the following identification or who are known to me to be described in and who executed the foregoing Articles of Incorporation, and who, after being by me first duly sworn, an oath, depose, say and do acknowledge before me, that the said Articles are the act and deed of the signers respectively and respectfully, and the facts and matters therein set forth are true and correct.

Witness my hand and official seal at Miami, Dade County, Florida, this 2nd day of Sept 2001



Notary Public

01 SEP 14 PM 1:01
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

My commission expires:

 Victor H Rams Jr
My Commission CC891132
Expires November 29, 2003