

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N01000006894

GYR/Home, FOR HIV KIDS, Inc

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****157.50 *****78.75

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Signature _____

Requested by: **KC**

Date **9/28**

Time _____

Name _____

Walk-In _____

Will Pick Up _____

X

Art of Inc. File _____

LTD Partnership File _____

Foreign Corp. File _____

L.C. File _____

Fictitious Name File _____

Trade/Service Mark _____

Merger File _____

Art. of Amend. File _____

RA Resignation _____

Dissolution / Withdrawal _____

Annual Report / Reinstatement _____

X

Cert. Copy _____

Photo Copy _____

Certificate of Good Standing _____

Certificate of Status _____

Certificate of Fictitious Name _____

Corp Record Search _____

Officer Search _____

Fictitious Search _____

Fictitious Owner Search _____

Vehicle Search _____

Driving Record _____

UCC 1 or 3 File _____

UCC 11 Search **J. BRYAN SEP 28 2001**

UCC 11 Retrieval _____

Courier _____

**ARTICLES OF INCORPORATION
OF
GYR/HOME FOR HIV KIDS, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is

GYR/HOME FOR HIV KIDS, INC.

ARTICLE II - DURATION

This corporation shall exist in perpetuity from the date of the filing of these Articles of Incorporation.

ARTICLE III - PURPOSES

This corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the operation of a residential facility for the care and treatment of HIV-positive children and may additionally engage or transact in any or all such purposes permitted under the laws of the United States, the State of Florida, or any other state, country, territory, or nation.

ARTICLE IV-EARNINGS

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and make payments and distributions in furtherance of the purposes set forth in Article III above. 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 V—DISSOLUTION OF CORPORATION

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, 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 such assets not so disposed of shall be disposed of by a court of competent jurisdiction 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 VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 175 W. Granada Blvd., Suite 201, Ormond Beach, FL 32174-6362, and the name of the initial registered agent of this corporation at that address is Randal L. Schecter, Esquire.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have a board of directors elected or appointed as set forth in the corporation's bylaws.

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is Esta Ellis-Mosher, 175 W. Granada Blvd., Suite 201, Ormond Beach, Florida 32174-6362.

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend and repeal by-laws shall be vested in the board of directors.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 25th day of September, 2001.

Esta Ellis-Mosher
Esta Ellis-Mosher

STATE OF FLORIDA
COUNTY OF VOLUSIA

Personally appeared before me Esta Ellis-Mosher, who produced Georgia Drivers License as identification and who acknowledged before me that she executed the foregoing Articles of Incorporation for the purposes set forth therein.

WITNESS my hand and seal of office at Ormond Beach, Florida, this 25th day of September, 2001.

Deborah Bachelor
Notary Public: Deborah Bachelor
My Commission Expires:



Deborah Bachelor
My Commission DD046916
Expires August 01, 2005

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING
IS SUBMITTED:

FIRST, THAT GYR/HOME FOR HIV KIDS, INC. DESIRING TO ORGANIZE OR
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE
OF BUSINESS AT 175 W. GRANADA BLVD., SUITE 201, ORMOND BEACH, STATE OF
FLORIDA, HAS NAMED RANDAL L. SCHECTER, ESQUIRE, 175 W. GRANADA BLVD.,
SUITE 201, ORMOND BEACH, FLORIDA, 32174-6362, AS ITS AGENT TO ACCEPT SERVICE
OF PROCESS WITHIN FLORIDA.

SIGNATURE: _____

Esta Ellis-Mosher
Esta Ellis-Mosher

TITLE: Incorporator

DATE: September 25, 2001

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 RELATED TO THE PROPER AND COMPLETE
PERFORMANCE OF MY DUTIES.

SIGNATURE: _____

[Signature]
(Resident Agent)

DATE: September 25, 2001

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA