

No 2000000827

January 30, 2002

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

Subject: Articles of Incorporation to be filed.

FILED  
02 FEB -4 PM 2:55  
TALLAHASSEE, FLORIDA  
300004863893--3  
-02/04/02--01047--018  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Mrs. Brown:

Enclosed please find an original and one copy of the Articles of Incorporation and Certificates Designating Place of business, and a money order for filing fees for the following:

No.	Company Name	CK/MO #	Amount
1.	SAVE THE CHILDREN PROJECT	00-646739973	\$ 78.75
2.	EGLISE DE DIEU SOURCE DE LA GEURISON DIVINE, INC.	29044	\$ 78.75
3.			
4.			
5.			
6.			
TOTAL			\$ 157.50

Please file both the Articles and Certificate of Designation for the corporation. Thank you kindly.

Sincerely

*Trecia Bennett*  
Trecia Bennett  
Legal Department

Encls.

**Tools For Change**  
Black Economic Development Coalition, Inc.  
Crystal M. Connor, Esq.  
6015 Northwest 7<sup>th</sup> Avenue  
Miami Florida 33127

2001-1-1

ARTICLES OF INCORPORATION  
OF  
SAVE THE CHILDREN PROJECT, INC.  
A FLORIDA NOT-FOR-PROFIT CORPORATION

FILED  
02 FEB -4 PM 2:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as the incorporator of a not for profit corporation under the Florida Not For Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, as amended, adopts the following Articles of Incorporation for such Corporation:

ARTICLE I: NAME

The name of the Corporation shall be: **SAVE THE CHILDREN PROJECT, INC.**, hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office is **8365 NE 2<sup>nd</sup> Avenue, Ste. 205, Miami, FL 33138** and the mailing address of the corporation is **15113 NE 6<sup>th</sup> Avenue, Miami, Florida 33162.**

ARTICLE III: DURATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSES

The Corporation is organized and operated exclusively for educational, religious and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, (or the corresponding provision of any future United States Internal Revenue Law), or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE V: RESTRICTIONS ON ACTIVITIES

No substantial part of the activities of this corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, nor shall this corporation participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of (or in opposition to) any candidate for public office.

#### ARTICLE VI: MEMBERSHIP

The corporation shall be a non-membership.

#### ARTICLE VII: REGISTERED OFFICE AND AGENT

The Corporation's registered office shall be located at **15113 NE 6<sup>th</sup> Avenue, Miami, Florida 33162**; and **FRITZ VICTOR** is the registered agent of the Corporation at that address.

#### ARTICLE VIII: BOARD OF DIRECTORS

The Board of Directors shall consist of four (4) persons. The number of directors may be increased or decreased from time to time by an amendment to the bylaws; however, there shall never be less than three directors. All directors shall be selected as provided for in the bylaws. The initial Board of Directors shall consist of the following:

**FRITZ VICTOR**  
15113 NE 6<sup>th</sup> Avenue  
Florida 33162.

**PIERRE MICHEL BASQUIN**  
1540 NW 11<sup>th</sup> Way  
Ft. Lauderdale, Florida 33311

**JOSEPH FRITZ LAZARE**  
685 NE 136<sup>th</sup> Street  
Miami, Florida 33161

**LUCKNER MONEXE**  
11680 NE 18<sup>th</sup> Drive, Apt. 16  
Miami, Florida 33181

#### ARTICLE IX: OFFICERS

The officers of the Corporation shall be a President, Vice President, Secretary, Treasurer, and such other officers as may be provided by the bylaws.

#### ARTICLE X: AMENDMENTS

These Articles of Incorporation may be amended at any regular or special meeting of the Board of Directors by a majority vote of those present; provided that notice of the intention to submit amendments shall have been given as provided by the bylaws.

#### ARTICLE XI: DISTRIBUTION OF ASSETS UPON DISSOLUTION

The property of this corporation is irrevocably dedicated to charitable and educational purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof or to the benefit of any private person. Upon dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of

ARTICLE XII: INCORPORATOR

The incorporator of the Corporation is as follows:

**FRITZ VICTOR**  
15113 NE 6<sup>th</sup> Avenue,  
Florida 33162.

IN WITNESS WHEREOF, I, **FRITZ VICTOR**, the undersigned incorporator to these Articles of Incorporation, have affixed my signature thereto on January 29, 2002.



**FRITZ VICTOR**

STATE OF FLORIDA       )

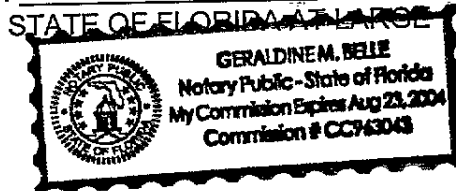
COUNTY OF MIAMI-DADE   )

The foregoing instrument was sworn to before me this 29<sup>th</sup> day of January, 2002, by **FRITZ VICTOR**, who personally appeared before me at the time of notarization, and who is personally known to me or have produced a Florida Driver's License as identification.

NOTARY PUBLIC:

SIGN: 

PRINT: Geraldine M. Belle



FILED  
02 FEB -4 PM 2:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

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Pursuant to the provisions of Sections 48.091 and 617.0501, Florida Statutes, the following  
is submitted in compliance with said Acts:

First--That **SAVE THE CHILDREN PROJECT, INC.**, desiring to organize under the laws of  
the State of Florida with its principal office as indicated in the Articles of Incorporation at City of  
Miami; County of Dade, State of Florida, has named **FRITZ VICTOR**, at **15113 NE 6<sup>th</sup> Avenue**, in  
the City of Miami, County of Dade, State of Florida, as its agent to accept service of process within  
this state.

-Acceptance of Agent-

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the  
place designated in this certificate, I hereby accept to act in this capacity, and agree to comply  
with the provisions of said Act relative to keeping open said office.

BY: \_\_\_\_\_



**FRITZ VICTOR**

DATED: \_\_\_\_\_

01/29/02