

NO 2000001950

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

500005082045--0
-03/12/02--01009--008
*****78.75 *****78.75

SUBJECT: Phil-Am Childreach Foundation, Inc.

(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

- | | | | |
|--|--|---|---|
| <input type="checkbox"/> \$70.00
Filing Fee | <input checked="" type="checkbox"/> \$78.75
Filing Fee
& Certificate | <input type="checkbox"/> \$122.50
Filing Fee
& Certified Copy | <input type="checkbox"/> \$131.25
Filing Fee,
Certified Copy
& Certificate |
|--|--|---|---|

FROM: Stephen Puricelli

Name (Printed or typed)

3421 Bellington Drive

Address

Orlando, Florida 32835

City, State & Zip

(407) 445-8468

Daytime Telephone Number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 MAR 11 AM 9:18

FILED

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

The undersigned, both of whom are citizens of the United States, acting as incorporators of a corporation pursuant to chapter 617, Florida Statutes, adopt the following Articles of Incorporation:

ARTICLE I – NAME

The name of the corporation shall be: Phil-Am Childreach Foundation, Inc.

ARTICLE II – PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 3421 Bellington Drive, Orlando, Florida 32835.

ARTICLE III – PURPOSE OF CORPORATION

Said corporation is organized exclusively for charitable and educational purposes, within the meaning of section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code, to benefit needy children and needy school students in the Philippines. The activities may include but not necessarily be limited to the following:

- Provide computers, computer hardware, computer software, books, instructional materials, teaching aids, equipment for internet access to public elementary schools, public high schools and colleges in the Philippines.
- Provide cash to public elementary schools, public high schools, and colleges in the Philippines to be used for computers, computer hardware, computer software, books, instructional materials, teaching aids, equipment for internet access, school furniture and facilities.
- Provide cash to public elementary schools, public high schools, and colleges in the Philippines to be used for expenses of needy (poor) students at these schools including tuition, uniforms, school projects, transportation and school supplies.
- Provide clothing and shoes to public elementary schools, public high schools, and colleges in the Philippines for distribution to needy (poor) children in the areas served by those institutions.
- Provide cash to public elementary schools, public high schools, colleges and churches in the Philippines to be used for medical, immunization and dental expenses of needy (poor) children in the areas served by those institutions.

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TALLAHASSEE, FLORIDA

ARTICLE IV – ELECTION OF OFFICERS

The manner in which the directors are elected or appointed is as follows:

There will be an annual meeting to elect the Board of Directors every January of every year.

ARTICLE V – ADDRESS OF AGENT

The name and street address of the initial registered agent is:

<u>Name</u>	<u>Address</u>
Stephen Puricelli	3421 Bellington Drive Orlando, FL 32835

ARTICLE VI – INCORPORATORS

The names and street addresses of the incorporators for these articles of incorporation are:

<u>Name</u>	<u>Address</u>
Stephen Puricelli	3421 Bellington Drive Orlando, FL 32835
Jorgina Puricelli	3421 Bellington Drive Orlando, FL 32835

ARTICLE VII – OFFICERS

The initial officers of the corporation are as follows:

PRESIDENT: Stephen Puricelli
VICE PRESIDENT: Jorgina Puricelli
SECRETARY: Jorgina Puricelli
TREASURER: Stephen Puricelli

ARTICLE VIII – LIMITATIONS ON ACTIVITIES

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 to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. 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 IX – DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed for one 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.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

Phil-Am Childreach Foundation, Inc.

(must include suffix)

2. The name and address of the registered agent and office is:

Stephen Puricelli

(NAME)

3421 Bellington Drive

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Orlando, Florida 32835

(CITY/STATE/ZIP)

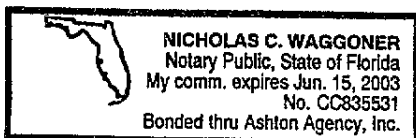
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TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

x Stephen Puricelli
(SIGNATURE)

2/18/2002
(DATE)

signed before me on 2/18/02
N. W. G. _____



This undersigned incorporator has executed these Articles of Incorporation this 18 day of FEB, 2002.

Signature of Incorporator:

+ Stephen Puricelli

Stephen Puricelli

Typed name of incorporator signing

Acknowledged before me on FEB 18, 2002, by Stephen Puricelli, who produced FL-DL as identification, and who did take an oath.

N. Wagoner

NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:

