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MARCH 19 2002
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Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

300005153643--8
-03/25/02-01057-002
*****78.75 *****78.75

Re: Florida Kidsafe, Inc., a nonprofit corporation

Dear Sir or Madame:

Enclosed are the original and a copy of Articles of Incorporation of the above corporation, resident agent form and check in the amount of \$78.75 for fees and taxes.

Please certify and return a copy of same at your earliest convenience.

Yours very truly,



GERALD H. STEAD

GHS:ajb

Enclosure
cc: Tracy Giovo

Bali
7/2
1812298
02 APR 10 PM 3:55
SECRETARY OF STATE
TALLAHASSEE FLORIDA
FILED



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 1, 2002

GERALD H. STEAD, P.A.
1311 W. FLETCHER AVE.
SUITE A
TAMPA, FL 33612

SUBJECT: FLORIDA KIDSAFE, INC.
Ref. Number: W02000009011

We have received your document for FLORIDA KIDSAFE, INC.. However, the document has not been filed and is being returned for the following:

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) 245-6934.

Loria Poole
Corporate Specialist
New Filings Section

Letter Number: 302A00019066

ARTICLE OF INCORPORATION
OF
FLORIDA KIDSAFE, INC.

FILED
02 APR 10 PM 3:55
SECRETARY OF STATE
TALLAHASSEE FLORIDA

We, the undersigned, incorporators, hereby associate ourselves together and make, subscribe, acknowledge and file with the Secretary of State of Florida these Articles of Incorporation for the purpose of forming a corporation not for profit in accordance with the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be **FLORIDA KIDSAFE, INC.**

ARTICLE II

A. The objects and purposes for which this corporation is formed are:

- 1) Insuring child safety through innovative strategies and early intervention.
- 2) To be established as a not for profit 501 (c) (3) corporation.
- 3) To purchase or otherwise acquire, hold and deal in real and personal property

and any interest therein.

B. In the event of dissolution of the corporation, all of the property owned by it shall be distributed only for the purpose and objects hereinabove set out, and no member, director, officer, or private individual shall be entitled to share in the distribution of any of the assets. The assets shall be transferred to another 501 (c) (3) corporation.

ARTICLE III

This corporation shall have and exercise all powers necessary or convenient to effect any and all of the humanitarian, charitable, civic and educational purposes for which the corporation is organized.

ARTICLE IV

The members of this corporation shall consist of those persons and only those persons who join as subscribers to these Articles of Incorporation, and such other persons may from time to time be elected and admitted to membership by the Board of Directors of the corporation in accordance with the provisions of the Constitution and By-laws of the corporation.

ARTICLE V

The term for which this corporation is to exist shall be perpetual.

ARTICLE VI

The name of the subscriber of this corporation is:

TRACY GIOVO, President, Resident Agent, Director, Secretary, Treasurer, 7721 Pocahontas Loop West, Tampa, FL 33615.

ELIO LOPEZ, Vice President, Director, 7721 Pocahontas Loop West, Tampa, FL 33615.

ARTICLE VII

The affairs of this corporation shall be managed (a) by the Board of Directors who shall be elected by the members of the corporation as provided in the constitution and By-laws of the corporation; and (b) by officers who shall be elected by the members of the corporation from the membership. The officers thus to be elected shall be a President, Secretary-Treasurer , and Vice President, and not less than two (2)

Directors. The duties of the respective Officers and the manner of filling vacancies in the offices of the corporation shall be provided in the Constitution and By-laws of the corporation.

The number of Directors and the manner of filling vacancies in the Board of Directors shall be provided in the Constitution and By-laws of the corporation. The number shall not be less than ~~two (2)~~ ^{three (3)}, but may be any number in excess thereof. A quorum for the transaction of business shall be a majority of the Directors qualified and active, and the act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Directors. Meetings of the Directors may be held within or without the State of Florida. Directors shall be members of the corporation.

ARTICLE VIII

The names and addresses of the Officers of this corporation who, subject to these Articles and the Constitution and By-laws of this corporation and the laws of the State of Florida, shall hold office for the first year of the existence of this corporation, or until an election is held by the members of this corporation for the election of permanent Officers, or until their successors have been duly elected and qualified are:

TRACY GIOVO, 7721 Pocahontas Loop West, Tampa, FL 33615

ELIO LOPEZ, 7721 Pocahontas Loop West, Tampa, FL 33615

ARTICLE IX

The names and addresses of the members of the first Board of Directors, who, subject to these Articles, the Constitution and By-laws of this corporation and the laws of the State of Florida, shall hold office for the first year of the corporation's existence,

or until an election is held by the members of the corporation of permanent Directors, or until their successors have been duly elected and qualified are:

ORCHID LOPEZ, Director, 7721 Pocahontas Loop, Tampa, FL 33615
TRACY GIOVO, 7721 Pocahontas Loop West, Tampa, FL 33615

ELIO LOPEZ, 7721 Pocahontas Loop West, Tampa, FL 33615

ARTICLE X

A. In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501 (c) (3) and 170 (c) (2) of the Internal Revenue Service Code of 1954 or corresponding sections of any prior or future law, or to the Federal, State, or local government for exclusive public purpose.

B. Notwithstanding any other provisions of these Articles, this corporation will not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal Income Tax under Sections 501 (c) (3) of the Internal Revenue Code of 1954 or the corresponding provisions of any future United States Internal Revenue law or (b) a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue law.

C. Said corporation is organized exclusively for charitable, educational, and scientific purposes, including for such purposes, the making of distributions of organizations that qualify as exempt organizations under Section 501 (c) (3) of the Internal Revenue of 1954 (or the corresponding provisions of any future United States Internal Revenue Law).

ARTICLE XI

The Bylaws of this corporation may be made, altered or rescinded from time to time in whole or in part upon a majority vote of the entire membership of the Board of Directors of this corporation present at any meeting of the Board of Directors duly called and convened; provided, that amendments to the By-laws shall become effective only upon approval by the Board of Directors of **FLORIDA KIDSAFE, INC.**

ARTICLE XII

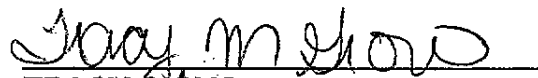
These Articles may be amended by resolution adopted by the majority vote of the members of the corporation present at any meeting of the members duly called and convened; provided, however, that unless ten (10) days advance notice of the amendment or amendments to be considered at such meeting shall have been given in writing by mail to each member prior to such meeting, these Articles may be amended only by resolution adopted by a majority vote of the members present at such meeting.


ARTICLE XIII

The street address of the initial registered office of this corporation is 7721 Pocahontas Loop West, Tampa, FL 33615 and the name of the initial registered agent of this corporation at this address is **TRACY GIOVO.**

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation for the uses and purposes therein expressed this 13th day of

March, 2002.



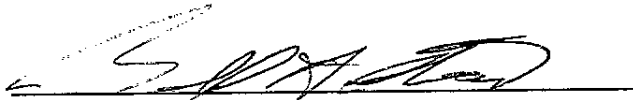
TRACY GIOVO


ELIO LOPEZ

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY that on this day, before me an officer duly authorized in the state aforesaid and in the county aforesaid to take acknowledgments, personally appeared **TRACY GIOVO**, to me known to be the person described in and who executed the foregoing instrument, and she acknowledged before me that she executed the same as her free act and deed for the uses and purposes therein stated. **TRACY GIOVO** is personally known to me or produced _____ as identification. **TRACY GIOVO** did _____ or did not take an oath.

18th WITNESS my hand and official seal in the county and state last aforesaid this day of March, 2002.


Notary Public

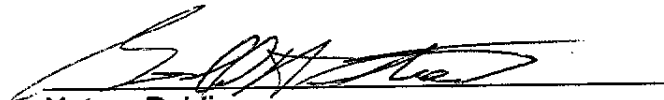


GERALD H. STEAD
Notary Public, State of Florida
My Commission Expires, Feb. 7, 2003
Com. No. CC 807011

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY that on this day, before me an officer duly authorized in the state aforesaid and in the county aforesaid to take acknowledgments, personally appeared **ELIO LOPEZ**, to me known to be the person described in and who executed the foregoing instrument, and she acknowledged before me that she executed the same as her free act and deed for the uses and purposes therein stated. **ELIO LOPEZ** is personally known to me or produced _____ as identification. **ELIO LOPEZ** did _____ or did not take an oath.

16th WITNESS my hand and official seal in the county and state last aforesaid this day of March, 2002.


Notary Public



GERALD H. STEAD
Notary Public, State of Florida
My Commission Expires, Feb. 7, 2003
Com. No. CC 807011

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 FLORIDA KIDSAFE, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF TAMPA, STATE OF FLORIDA, HAS NAMED TRACY GIOVO, 7721 POCAHONTAS LOOP WEST, TAMPA, FL 33615, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE Tracy M. Giovo
(CORPORATE OFFICER)
TITLE President
DATE 3/18/02

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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE Tracy Giovo
(RESIDENT AGENT)
DATE 3/18/02

02 APR 10 PM 3:55
SECRETARY OF STATE
TALLAHASSEE FLORIDA
FILED