

N 020000003522

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H02000136213 4)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305)599-0839
Fax Number : (305)716-0346

FLORIDA NON-PROFIT CORPORATION

KIDS FIRST FOUNDATION, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

FILED
02 MAY -9 PM 2:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF
KIDS FIRST FOUNDATION, INC.

ARTICLE I NAME

The name of this corporation is KIDS FIRST FOUNDATION, INC.

ARTICLE II DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III PURPOSE

The purpose for which this corporation is organized is all non-profit purposes permitted under 26 U.S.C. §501(c)(3). Specifically, but not limited, this corporation will be involved in fund raising aimed towards the improvement of school programs that are not fully funded by either the State or Federal Government.

ARTICLE IV CAPITAL STOCK

This corporation shall issue no stock.

ARTICLE V LOCATION

The Street, Address, City, County and State in which the principal offices of the corporation are to be located at 7430 SW 124 Street, Miami, Dade County, Florida 33156. The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

FILED
02 MAY -9 PM 2:12
CLERK OF THE COURT
TALLAHASSEE, FLORIDA

ARTICLE VI INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) Directors initially. The number of Directors may be increased or diminished from time to time in accordance with By Laws adopted by the members. The names and addresses of the initial Board of Directors of this corporation are:

NAME	ADDRESS
Olga L. Otalvora President	7430 SW 124 Street Miami, FL 33156
Heriberto M. Perez Secretary	7430 SW 124 Street Miami, FL 33156
Isela Robaina Director	914 NW 34 Avenue Miami, FL 33125

ARTICLE VII INCORPORATORS

The names and street addresses of the incorporators are:

NAME	ADDRESS
Olga L. Otalvora	7430 SW 124 Street Miami, FL 33156
Heriberto M. Perez	7430 SW 124 Street Miami, FL 33156
Isela Robaina	914 NW 34 Avenue Miami, FL 33125

ARTICLE VIII AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, and approved by the majority of the members at a General Assembly meeting, unless all the Directors sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

ARTICLE IX LIMITATIONS

1. No part of the net earnings of this corporation shall inure to the benefit of or be distributed to its members, directors, officers or other private person except that this 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 this article.

2. No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation. This corporation shall not participate or intervene in any political campaign on behalf of any candidate for public office, including the publishing or distribution of statements.

3. No withstanding any other activities not permitted to be carried on by a corporation exempt from federal income tax under §501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law, or by a corporation, contributions to which are deductible under §170(c)(2) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law.

ARTICLE X DISSOLUTION

On the dissolution of this corporation, the board of directors shall dispose of all of the assets of this corporation exclusively for the purposes of this corporation in the manner of the organizations that are organized and operated exclusively for charitable, educational, religious or scientific purposes and that shall at the time qualify as exempt organizations under §501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law, after paying or making provisions for the payment of all liabilities of this corporation. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county where the principal office of this corporation is then located exclusively for the purpose or to the organizations that the court determines are organized and operate exclusively for charitable, educational, religious or scientific purposes.

ARTICLE XI MEMBERS

The qualifications for and manner of admission of members shall be regulated by the bylaws.

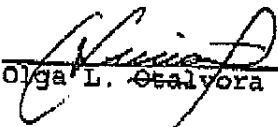
ARTICLE XII INITIAL REGISTERED OFFICE AND AGENT

The Street address of the initial registered office of this Corporation is 7430 SW 124 Street, Miami, FL 33156 and the name of the initial registered agent of this corporation at that address is Olga L. Otalvora.

ARTICLE XIII BYLAWS

The bylaws of the corporation shall be adopted by the board of directors.

IN WITNESS WHEREOF, the undersigned being the original incorporators, do make and file these Articles of Incorporation, here by declaring and certifying that the facts herein stated are true and hereunto set our hands and seal this 8th day of May, 2002.


Olga L. Otalvora


Heberto M. Perez


Isela Robaina

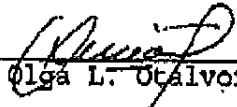
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.

Pursuant to the provisions of section 607.0501, Florida
Statutes, the undersigned corporation, organized under the
laws of the State of Florida, submits the following
statement in designating the office/registered agent, in the
state of Florida.

1. KIDS FIRST FOUNDATION, INC., desiring to organize under
the laws of the State of Florida, with its principal office,
as indicated in the Articles of Incorporation at the City of
Miami, State of Florida, has named Olga L. Otalvora, located
at 7430 SW 124 Street, City of Miami, County of Dade, State
of Florida, as its agent to accept service of process within
this State.

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.


Olga L. Otalvora

FILED
02 MAY -9 PM 2:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA