

N02000006es1

Florida Department of State
Division of Corporations
Public Access System

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.

((H02000192450 3)))

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 : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 SEP - 9 PM 4:12

FILED

FLORIDA NON-PROFIT CORPORATION

CHILDREN FIRST CHARTER SCHOOL, INC.

Certificate of Status	0
Certified Copy	1
Page Count	08
Estimated Charge	\$78.75



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

September 9, 2002

EMPIRE CORPORATE KIT COMPANY

SUBJECT: CHILDREN FIRST CHARTER SCHOOL, INC.
REF: W02000025943

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name of the entity must be identical throughout the document.

If you have any further questions concerning your document, please call (850) 245-6973.

Claretha Golden
Document Specialist
New Filings Section

FAX Aud. #: E02000192450
Letter Number: 702A00051599

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

H02000192450

(8)

FILED

02 SEP -9 PM 4:12

ARTICLES OF INCORPORATION
OF
CHILDREN FIRST CHARTER SCHOOL, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Articles of Incorporation of CHILDREN FIRST CHARTER SCHOOL, INC., hereby read:

ARTICLE I. - NAME

The name of this Corporation is CHILDREN FIRST CHARTER SCHOOL, INC.

II. - ENABLING LAW

This Corporation is organized pursuant to the "Not for Profit Corporation Act" of the State of Florida, as codified in Chapter 617 of the Florida Statutes.

ARTICLE III. PRINCIPAL OFFICE.

The principal place of business and mailing address of this corporation are 590 West 20 Street, Hialeah, Florida 33010. This corporation, however, may from time to time move the principal office to any other address in Florida and shall have the right and power to transact business and establish offices within and without the State of Florida as may be necessary or convenient.

This document prepared by:
Bernard P. Coniff, Esq.
600 West 20 Street
Hialeah, Florida 33010
(305) 863-8860, Ext. 334
(Fl. Bar No. 449301)

H02000192450

Article IV - DURATION

The Corporation shall have perpetual existence.

ARTICLE V - GENERAL NATURE AND PURPOSE

The object and purpose of the corporation shall be to operate an elementary education charter school in the Miami-Dade county area pursuant to the provisions for funding such schools of the Miami-Dade County Public School system. The school's purpose will be to provide a dual language program for multi-ethnic children, which will foster students achievements, talents, creativity, and interests to a maximum level through the creation of a highly positive learning environment.

ARTICLE VI - POWERS

This Corporation shall have all of the powers of a natural person, subject only to limitations imposed by these Articles, the Bylaws of this Corporation and applicable laws. Notwithstanding any such powers, or any other provision of these Articles, this Corporation shall not carry on any activities not permitted to be carried on by a not for profit corporation as defined in Chapter 617 Florida Statutes.

This Corporation shall have and exercise all rights and powers conferred on non-profit corporations under the laws of the State of Florida, or which may hereafter be conferred, in order to promote its purposes.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, 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 non-profit purposes set forth herein.

Notwithstanding any other provision of these Articles, this 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 of 1986, or (b) by a corporation to which contributions are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986.

ARTICLE VII - OFFICERS AND DIRECTORS

The officers of this corporation shall be a President, Vice-President, Secretary-Treasurer, and such other officers as may be provided for in the By-Laws. Election and appointment of officers shall be in accordance with the By-Laws. Directors will be elected by members of the corporation in accordance with the By-Laws of the corporation. The method of election or appointment of Directors shall be set forth in the By-Laws.

ARTICLE VIII - MEMBERSHIP

Consideration for membership in this Corporation shall be open to any individual who has a sincere interest in the objectives and

purposes of the corporation. Upon receipt by the Board of Directors of a written application or nomination, membership shall be attained after unanimous approval by the membership. The authorized number, the different classes of membership, dues, and other obligations, rights and privileges of members and the conditions of termination of membership shall be determined by the Board of Directors to the extent not set forth in the Bylaws of this Corporation.

ARTICLE IX - MANAGEMENT OF CORPORATE AFFAIRS

The powers of this Corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The number of Directors may be increased or decreased from time to time as the members may determine.

ARTICLE X - INITIAL DIRECTORS

The names and addresses of the initial Board of Directors, who shall serve until the next election, shall be as listed below:

<u>Names</u>	<u>Addresses</u>
Gisele Braceras	590 W. 20th Street Hialeah, Florida 33010
Rebecca Prieto	2841 S.W. 130th Avenue Miami, Florida 33175
Miguel Balsera	11750 S.W. 18th Street, #306 Miami, Florida 33175

ARTICLE XI - DISSOLUTION

This Corporation may be dissolved and its affairs concluded in accordance with the Florida Statutes. All the property and assets of this Corporation are and shall be irrevocably dedicated to the non-profit purposes of the corporation and no part of said property or assets shall ever inure to the benefit of any member, Director or officer or to the benefit of any private individual or entity. Upon dissolution, winding up, or abandonment of the Corporation, provision for payment of all debts and liabilities of this Corporation shall be made to the extent assets are available. If after payment of all such debts and liabilities there remains any Corporate assets, such assets shall be distributed for use in furtherance of the purposes of the Corporation as set forth or such assets shall be distributed to an organization being operated for not for profit purposes which are similar to the purposes of the Corporation, provided that such organization is qualified as an exempt organization under Section 501(c)(3) of the Code. Any such assets not so disposed shall be disposed of by the Circuit Court 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.

ARTICLE XII - VOTE OF MEMBERS

The vote of members, in accordance with the By-Laws, shall be required to alter, amend, or repeal these Articles of Incorporation.

ARTICLE XIII - INITIAL REGISTERED

OFFICE AND AGENT


The initial registered office of this Corporation shall be 590 West 20th Street, Hialeah, Florida 33010, and the initial registered agent of this Corporation at such office shall be Gisele Braceras, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE XIV - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Gisele Braceras	600 West 20 Street Hialeah, Florida 33010

The undersigned has executed these articles of incorporation on September 5, 2002.



Gisele Braceras, Incorporator

H02000192450

ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT

Pursuant to Section 48.091 and 617.0501, Florida Statutes, the undersigned acknowledges and accepts the appointment as registered agent of **CHILDREN FIRST CHARTER SCHOOL, INC.** and agrees to act in that capacity and to comply with the provisions of the Florida Not for Profit Corporation Act. The undersigned is familiar with, and accepts the obligations of, Section 617.0505, Florida Statutes.

Date: September 5, 2002


Gisele Bracer

FILED
02 SEP -9 PM 4: 12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This document prepared by:
Bernard P. Coniff, Esq.
600 West 20 Street
Hialeah, Florida 33010
(305) 863-8860, Ext. 334
(Fl. Bar No. 449301)

H02000192450