

NO2000007320

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August 30, 2002

Office of the Secretary of State of Florida
Corporate Division
The Capitol
Tallahassee, FL, 32399-0250

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-09/23/02--01071--009
*****78.75 *****78.75

Re: WELL COME CENTER, INC. (a non-profit corporation)
Our File No: 02-295/ANW

To Whom It May Concern:

Enclosed please find my acceptance of Registered Agent pursuant to Section 607.0505,
Florida Statutes.

Very Truly Yours,

By:


ALVIN N. WEINSTEIN, ESQUIRE

ANW/jf

FILED
02 SEP 23 AM 10:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

am 9/25

**ARTICLES OF INCORPORATION
OF
WELL COME CENTER, INC.
A NONPROFIT CORPORATION**

FILED
02 SEP 23 AM 10:37
CLERK OF STATE
TALLAHASSEE, FLORIDA

We the undersigned being desirous of forming a nonprofit corporation under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

ARTICLE I

The name of the corporation shall be:

WELL COME CENTER, INC.

The address of the principal office of this corporation shall be 7325 S.W. 63rd Avenue, Miami-Dade County, Florida, 33143, and the mailing address of the corporation shall be the same.

ARTICLE II

The general purpose of the business to be transacted by this corporation, together with and in addition to the authority and powers conferred by the laws of the State of Florida is to provide group counseling with respect to parenting, childrens issues, life transition issues, and related issues.

It is the intention of Well Come Center Inc. to provide affordable services to the group members on a sliding scale so as to provide access to the largest possible group members in need of the services.

Said corporation/organization is organized exclusively for charitable, religious, educational and scientific purposes, including for such purposes, the making of distributions to organizations under section 501 (c) (3) of the Internal Revenue Code (or the corresponding

section of any future Federal tax code).

No part of the net earnings of the corporation/organization shall inure to the benefit of, or be distributed to its members, trustees, directors, officers or other private persons, except that the corporation/organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of section 501(c) (3) purposes. No substantial part of the activities of the corporation/organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation/organization shall not participate in, or intervene in, (including the publishing of distribution of statements), in any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, the corporation/organization shall not carry on any other activities not permitted to be carried on (a) by a corporation/organization exempt from Federal income tax under section 501 (c) (3) of the Internal Revenue Code (or corresponding section of any future Federal Tax Code) or (b) by a corporation/organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code (or corresponding section of any future Federal tax code).

Upon the dissolution of this corporation/organization assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or 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.

ARTICLE III

The manner in which the directors are to be elected or appointed is stated in the By Laws,

however, there shall be not less than six (6) directors to include a notified persons from the community.

ARTICLE IV

The name and addresses of the incorporator of these articles is:

Maxine Hart Weinstein
7325 S.W. 63rd Avenue
Miami-Dade County, Florida 33143

ARTICLE V

This corporation is to exist perpetually.

ARTICLE VI

The street address of the initial registered office of the corporation shall be 19 West Flagler Street, Suite 1400, Biscayne Building, Miami, Florida, 33130, and the name of the initial registered agent of the corporation at that address is Alvin N. Weinstein.

In witness thereof the undersigned has hereunder set their hand and seal August 28, 2002.

By: 
Maxine Hart Weinstein

ACCEPTANCE OF REGISTERED AGENT

DESIGNATED IN THE ARTICLES OF INCORPORATION

Alvin N. Weinstein, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of the Incorporation of :

WELL COME CENTER, INC.

Alvin N. Weinstein is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes

By: 

Typed Name: Alvin N. Weinstein

FILED
02 SEP 23 AM 10:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA