



RICHARD M. KLITENICK, P.A.

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October 7, 2002

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

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*****78.75 *****78.75

Re: Just 4 Kids, Inc.

To Whom It May Concern:

Enclosed herein please find the original Articles of Incorporation for Just 4 Kids, Inc., a Florida non-profit corporation, along with a check in the amount of \$78.75 to cover the filing fees.

Should the same meet with the Department's approval, please file the Articles of record as soon as possible.

Sincerely

Jo McQuaid, Assistant to Richard M. Klitenick
/jm
Enclosures as stated:

cc: Paula Ciavolino

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 OCT -7 AM 9:25

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ARTICLES OF INCORPORATION

OF

JUST 4 KIDS, INC.

The undersigned, for the purposes of forming a not for profit corporation under Chapter 617, Statutes, do hereby adopt the following Articles of Incorporation:

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ARTICLE I: NAME

The name of the corporation is **JUST 4 KIDS, INC.**

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is **3628 Duck Avenue, Key West, FL 33040.**

ARTICLE III: PURPOSE

The specific nature of business for this corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, specifically to provide aid to all qualified children in the Florida Keys. Specifically, serving the Florida Keys as a community outreach program providing children with school supplies, clothing, shoes, and whatever else they may need to attain normalcy in their growth and development, which they may not ordinarily have due to poor financial circumstances. Just 4 Kids, Inc., will continue to work with other \$501(c)(3) non-profit agencies, as well as profit enterprises such as retailers, supermarkets, restaurants, etc., that also provide similar services and/or donated food, clothing and goods to children in need in the Florida Keys.

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 the purpose clause hereof. No substantial part of the activities of the organization shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an 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 an 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.

ARTICLE IV: QUALIFICATION

The qualifications for members and the manner of their admission are stated in the bylaws of the corporation.

ARTICLE V: INITIAL REGISTERED OFFICE AND AGENT

The initial registered office and agent of the corporation is Richard M. Klitenick, Esq., 624 Whitehead Street, Key West, Florida 33040.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The number of persons constituting the Board of Directors of the corporation is initially Nine (9). The manner in which the directors are elected is stated in the corporate by laws. The name and address of each person who is to serve as a member of the initial Board of Directors is

Paula Ciavolino
3628 Duck Avenue
Key West, FL 33040

Elmira Leto
2832 Staples Avenue
Key West, FL 33040

Francis "Monday" England
2383 Middle Torch Road
Summerland Key, FL 33042

Chris Zuelch
937 Fleming Street
Key West, FL 33040

Leigh Carman
22 Aster Terrace
Key West, FL 33040

Daisy Nasiero
A39 8th Avenue
Key West, FL 33040

Jeanna Bryan
18 Bay Drive
Key West, FL 33040

Fran Tingley
2824 Patterson Avenue
Key West, FL 33040

ARTICLE VI: NON-STOCK BASIS

The corporation is organized under a non-stock basis.

ARTICLE VIII: DISSOLUTION

Upon the dissolution of the 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. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of organization 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.

ARTICLE IX: INCORPORATOR

The name and address of the original incorporator of these Articles of Incorporation is **Paula Ciavolino**, 3628 Duck Avenue, Key West, FL 33040.

ARTICLE X: AMENDMENTS

The corporation reserves the right to amend or repeal any provisions of these Articles of Incorporation, or any amendments(s) thereto.

ARTICLE XI: CORPORATE POWERS

The corporate powers of this corporation are as provided in Section 617.0302, Florida Statutes.


PAULA CIAVOLINO, Incorporator

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR JUST 4 KIDS, INC., AT THE PLACE DESIGNATED IN THESE ARTICLES OF INCORPORATION, 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.


RICHARD M. KLITENICK, ESQ.

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