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FILED

TRANSMITTAL LETTER

02 OCT -8 AM 9:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

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-10/08/02--01061--004
*****81.75 *****81.75
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-10/08/02--01061--005
*****5.75 *****5.75

SUBJECT: The Kenneth Labovade Women and Children Foundation, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Telisha Fatima Cabrales-Berek
Name (Printed or typed)

3504 Cesery Blvd.
Address

Jacksonville, FL 32277
City, State & Zip

904-745-7746
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

CB 10-14

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Nonprofit
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Nonstock

CERTIFICATE OF INCORPORATION
of
Kenneth Lafoucade Women and Children Welfare Foundation, Inc.

FIRST: The name of this corporation is Kenneth Lafoucade Women and Children Welfare Foundation.

SECOND: Its registered office in the State of Florida is to be located at 3504 Cesery Boulevard in the City of Jacksonville, FL, County of Duval. The registered agent in charge thereof is Telisha F. Cabrales-Berek, Executive Director of The Kenneth Lafoucade Women and Children Welfare Foundation, and is located at the same address.

THIRD: The nature of the business and objects and purposes and proposed to be transacted, promoted and carried on are to do any and all things herein mentioned, as fully and to the same extent as natural persons might or could do, and in any part of the world, vis:

This is a nonstock, nonprofit corporation. The purpose of the corporation is to engage in any lawful act or activity for which nonprofit corporations may be organized under the General Corporation Law of Florida.

Said 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 of 1954 (or the corresponding provision of any future United States Internal Revenue law), to wit:

Providing independent skills and training to unwed and teenage mothers and their children, providing shelter and an alternative to

abortion by educating and preparation regardless of the nature of the handicap, and regardless of the form in which the materials may be published, including but not limited to books, periodicals, computer, software for computers, medical attention, and adoption services.

FOURTH: The Corporation shall not have any capitol stock and the condition of membership shall be stated in the Bylaws.

FIFTH: The name and mailing address of the incorporator REGISTERED AGENT Mrs. Telisha F. Carbales-Berek, 3504 Cesery Blvd.; Jacksonville, FL 32277.

SIXTH: The powers of the incorporator are to terminate upon filing of the certificate of incorporation, and the name (s) and mailing address (es) of the persons who are to serve as director (s) until their successors are elected are as follows:

Telisha F. Cabrales-Berek, Executive Director, 3504 Cesery Blvd., Jacksonville. FL 32277

Zena Coryatt, Treasurer, 1519 W. 14th Street, Jacksonville, FL 32209

Kimberly Mark, Assistant Treasurer, 3427 Lenczyk Drive West, Jacksonville, FL 32277

Sylvia Lafoucade, Secretary, 859 Adour Drive, Kissimmee, FL 34759

Shawn Peters, Vice President, 301 Azincourt Lane, Kissimmee, FL 34759

SEVENTH: The activities and affairs of the corporation shall be managed by a Board of Directors. The number of directors which shall constitute the whole Board shall be such as from time to time shall be fixed by, or in the manner provided in, the Bylaws, but in no case shall the number be less than one. The directors need not be members of the corporation unless be elected be the members at the annual meeting of the corporation to be held on such date as the Bylaws may provide, and shall hold office until their successors are respectively elected and qualified. The Bylaws shall specify the number of directors necessary to constitute a quorum. The Board of Directors may, by resolution or

more committees which, to the extent provided in said resolution or resolutions or in the Bylaws of the corporation, shall have and may exercise all the powers of the Board of Directors in the management of the activities and affairs of the corporation to be affixed to all papers which may require it; and such committee or committees shall have such name or names as may be stated in the Bylaws of the corporation or as may be determined from time to time by resolution adopted by the Board of Directors. The directors of the corporation may, if the Bylaws so provide, be classified as to term of office. The corporation may elect such officers as the Bylaws may specify, subject to the provisions of the Statute, who shall have titles and exercise such duties as the Bylaws may provide. The Board of Directors is expressly authorized to make, alter, or repeal the Bylaws of this corporation. This corporation may in its Bylaws confer powers upon its Board of Directors in addition to the forgoing, and in addition to the power and authorities expressly conferred upon them by the Statute. This is true, provided that the Board of Directors shall not exercise any power of authority conferred herein or by Statute upon the members.

EIGHTH: Meetings of the members may be held without the State of Florida, if the Bylaws so provide. The books of the corporation may be kept (subject to any provisions contained in the Statutes) outside the State of Florida at such place or places as may be from time to time designated by the Board of Directors.

NINTH: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, 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 purpose set forth in Article Three hereof. No substantial part of the activities of the corporation shall consist of the carrying on of propaganda, or otherwise attempting to intervene in (including the publishing or

distribution of statements) any of these articles. The corporation shall nor 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 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributors to which are deductible under Section 170 (c) (2) of the Internal Revenue Code 1954 (or the corresponding provision of any future United States Internal Revenue Law).

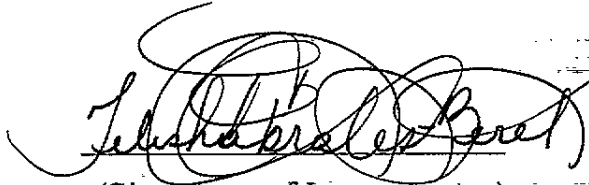
TENTH: Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purpose of the corporation in such manner, or to such organization or organizations and operate exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Law) as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas 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, which are organized and operated exclusively for such designated purposes.

ELEVENTH: The corporation reserves the right to amend, alter, change or repeal any provision contained in this Certification of Incorporation, in the manner now or hereafter prescribed by the Statute, and all rights conferred upon members herein are granted subject to their reservation.

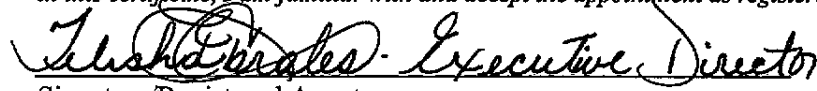
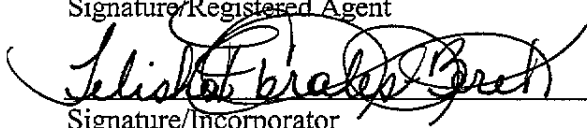
TWELFTH: Directors of the corporation shall not be liable to either the corporation or its members for monetary damages for a breach of fiduciary duties unless the breach involves: (1) a director's duty of loyalty to the corporation; (2) acts or omissions not in good faith or which

involved intentional misconduct to a knowing violation of law;(3) a transaction from which the director derived an improper personal benefit.

I, **THE UNDERSIGNED**, being each of the incorporators hereinbefore named. For the purpose of forming a nonprofit corporation pursuant to Chapter 617 of Title of the Florida Code, do make this certificate, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set my hand this 1st day of October A.D. 2002.


(Signature of Incorporator)
TELISSHA F. CABRALES-BEREK
EXECUTIVE DIRECTORS

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Signature/Registered Agent

Signature/Incorporator

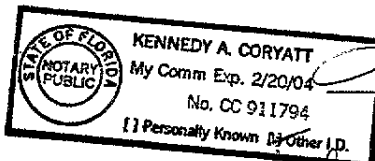
10.1.02
Date

10.01.02
Date

NOTARY'S AFFIDAVIT

State of FLORIDA, County of DUVAL

THIS IS TO CERTIFY that on this 4th day of OCTOBER A.D., 2002
before me, a Notary Public, personally appeared TELISHA CABRALES-BEREK
Identified with DL# C16480679960-1 who I am satisfied are the
persons named as incorporators and executors of the forgoing Articles of Incorporation,
and who by their respective signatures in my presence have acknowledged the same as
their voluntary act. IN TESTIMONY THEREOF, I have hereunto set my hand and
affixed my official seal on the date given above,



Kennedy A. Coryatt
Notary Public

My commission expires: 02/20/04