

N03000003227

(Requestor's Name)

Forbes-Thompson Incorporated
11430 Washington Blvd
Miami, FL 33176

(City/State/Zip/Phone #)

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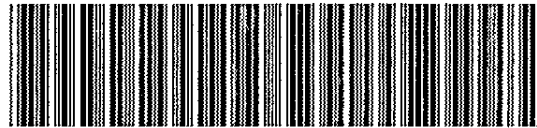
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03 APR 15 PM 3:05
SECRETARY OF STATE
TALLAHASSEE FLORIDA



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

April 7, 2003

FORBES-THOMPSON INCORPORATED
11430 WASHINGTON BLVD
MIAMI, FL 33176

SUBJECT: ISLAND CULTURE CLUB FATHERS & FAMILY SERVICE, INC.
Ref. Number: W03000009767

We have received your document for ISLAND CULTURE CLUB FATHERS & FAMILY SERVICE, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6933.

Dale White
Document Specialist
New Filings Section

Letter Number: 403A00020717

**NOT FOR PROFIT ARTICLES OF INCORPORATION
OF**

Island Culture Club Fathers & Family Service, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber(s) to these Articles of Incorporation is a natural person(s), having the age of 18 or more, competent to contract and hereby form a non-profit corporation under Chapter 617 of the Florida Statutes.

Article I

The name of this corporation is Island **Culture Club Fathers & Family Service Inc.**

Article 2 – PURPOSE OF THE CORPORATION

The 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 the corresponding section of any future federal tax code.

Article 3 - PROHIBITIONS

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its Members, Trustees, 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 Section 501(c)(3) purposes.

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

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by an corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (b) by an corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

Article 4 – OFFICERS

President:	Edward Martin
Vice President:	Gregory Forbes
Secretary:	Bonnie Gooden
Treasurer	Donna Forbes

Article 5 – PRINCIPAL OFFICE

The address of the principal office of this Corporation is:
11430 Washington Blvd, Miami, Florida 33176

Article 6 – INCORPORATORS

Edward Martin 11430 Washington Blvd Miami, FL 33176	Donna Forbes 11430 Washington Blvd Miami, FL 33176
Gregory Forbes 11430 Washington Blvd Miami, FL 33176	Nigel Reyes 11150 SW 196 th Street Miami, FL 33157

Article 7 – BOARD OF Directors

Edward Martin 15725 SW 102 Place Miami, FL 33157	Donna Forbes 11430 Washington Blvd Miami, FL 33176
Gregory Forbes 11430 Washington Blvd Miami, FL 33176	Nigel Reyes 11150 SW 196 th Street Miami, FL 33157
Bonnie Gooden 22240 SW 112 th Court Miami, FL 33170	Leverett Copeland 11840 SW 212 th Street Miami, FL 33177

The number of directors of the corporation shall be fixed and may be altered from time to time as may be provided in the bylaws. In the case of any increase in the number of directors, the additional directors shall be elected by the shareholders at an annual or special meeting, as shall be provided for in the bylaws.

Article 8 – TERM OF EXISTENCE

This Corporation shall have perpetual existence.

Article 9 – CAPITAL STOCK

This Corporation shall have no capital stock and shall be composed of members rather than shareholders.

ARTICLE 10 - QUALIFICATIONS OF MEMBERSHIP

The categories of membership, qualifications for membership and the manner of admission shall be as set forth in and regulated by the By Laws of the Corporation.

ARTICLE 11 . VOTING RIGHTS

Members of the Corporation will have such voting rights as are provided in the By Laws of the Corporation.

ARTICLE 12 - LIABILITIES FOR DEBTS

Neither the members nor the members of the Board of Directors or officers of the Corporation shall be liable for the debts of the Corporation.

ARTICLE 13 - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Corporation is Forbes Thompson Incorporated 11430 Washington Blvd, Miami, FI 33176

ARTICLE 14 - EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 15 – AMENDMENT

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

ARTICLE 16 – INDEMNIFICATION

The Corporation shall indemnify a director or officer of the Corporation who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the director or officer was a party because the director or officer is or was a director or officer of the Corporation against reasonable attorney fees and expenses incurred by the director or officer in connection with the proceeding. The Corporation may indemnify an individual made a party to a proceeding because the individual is or was a director, officer, employee or agent of the Corporation against liability if authorized in the specific case after determination, in the manner required by the board of directors, that indemnification of the director, officer, employee or agent, as the case may be, is permissible in the circumstances because the director, officer, employee or agent has met the standard of conduct set forth by the board of directors. The indemnification and advancement of attorney fees and expenses for directors, officers, employees and agents of the Corporation shall apply when such persons are serving at the Corporation's request while a director, officer, employee or agent of the Corporation, as the case may be, as a director, officer, partner, trustee, employee or agent of another foreign or domestic Corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Corporation. The Corporation also may pay for or reimburse the reasonable attorney fees and expenses incurred by a director, officer, employee or agent of the Corporation who is a party to a proceeding in advance of final disposition of the proceeding. The Corporation also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a director, officer, employee or agent of the Corporation, whether or not the Corporation would have power to indemnify the individual against the same liability under the law. All references in these Articles of Incorporation are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees and expenses to any person who is or was a director, officer, employee or agent of the Corporation or the ability of the Corporation otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Incorporation to "director", "officer", "employee" and "agent" shall include the heirs, estates, executors, administrators and personal representatives of such persons.

ARTICLE 17 – DISSOLUTION

Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for public purpose. Any such assets not so disposed of shall be disposed of by Court of Competent Jurisdiction 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 purposes.

IN WITNESS WHEREFO, the following incorporators have signed these Articles of Incorporation, intending that they become effective as of this date:

Printed Name

Edward Martin

Edward Martin

Signature

[Signature]

[Signature]
Gregory Forbes

Gregory Forbes

NIGEL REYES

Nigel Reyes

[Signature]

BONNIE GOODEN

Bonnie Gooden

[Signature]

Leverett U. Copeland

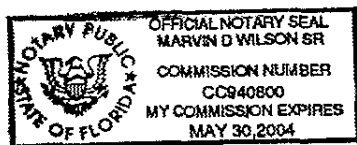
Leverett Copeland

[Signature]

[Signature]
Donna Forbes

[Signature]

Notary Public



[Signature]

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Forbes Thompson Incorporated
11430 Washington Blvd
Miami, FL 33176
Phone: 786-242-0039 Fax: 786-242-0026

April 15, 2003

I hereby accept the designation of registered agent for Island Culture Club Father's & Family Service Incorporated:

Forbes Thompson Inc
11430 Washington Blvd
Miami, FL 33176
Phone: 786-242-0039


Donna Forbes, President