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DIVISION OF CORPORATIONS
03 NOV 20 PM 12:36

Amend.
11/20/03

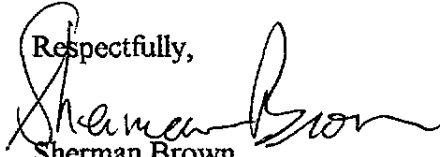
POSITIVE START, INC.
6604 SW 33RD STREET
MIRAMAR, FLORIDA

Department of Corporation/Amendment
409 E. Gaines Street
Tallahassee, Florida 32399

To whom it may concern,

Please find enclosed a \$35.00 money order and a copy of Articles of Incorporation for Positive Start, Inc. The articles for PSI was filed electronically on 8-13-03 and assigned this document number #N03000006963. However, PSI is currently applying for 501(c)3 status and we were informed to file these articles enclosed with the Department of State Division of Corporations. Please provide correspondence of reception of this document. Thank you.

Respectfully,


Sherman Brown
Exec. Director

POSITIVE START, INCORPORATED

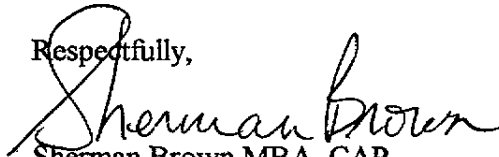
*6604 SW 33RD STREET
MIRAMAR, FLORIDA 33023*

DATE: November 17, 2003
To: Michelle Milligan
Document Specialist
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Dear Ms. Milligan,

Per our discussion on 11-17-03, please find enclosed a copy of Articles of Amendment to Articles of Incorporation of Positive Start, Incorporated. We look forward to your expeditious correspondence into this matter. Please contact me for further inquiry at: 786-262-2676. Thank you.

Respectfully,


Sherman Brown MBA, CAP
President



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

November 12, 2003

POSITIVE START, INC.
6604 S.W. 33RD ST.
MIRAMAR, FL 33023

SUBJECT: POSITIVE START, INC.
Ref. Number: N03000006963

We have received your document for POSITIVE START, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Articles of Incorporation are already on file with our office. If you are attempting to make changes to your Articles, you can file Articles of Amendment at this time. I have enclosed a blank application for your convenience.

If you have any questions concerning the filing of your document, please call (850) 245-6027.

Michelle Milligan
Document Specialist

Letter Number: 203A00061356

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

03 NOV 20 PM 12:36

Positive Start, Inc.
(present name)

(Document Number of Corporation (If known))

NO 3000006963

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

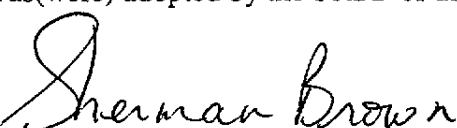
FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

* See Attached Articles of Amendment to Articles of Incorporation of Positive Start, Inc.

SECOND: The date of adoption of the amendment(s) was: 10/29/03

THIRD: Adoption of Amendment (CHECK ONE)

- ☐ The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- ☒ There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.


Signature of Chairman, Vice Chairman, President or other officer

Sherman Brown
Typed or printed name

Title President

Date 11-17-03

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
POSITIVE START, INC.,

The undersigned, acting as the incorporator of Positive Start Incorporated, a not-for-profit corporation under the Florida Not For Profit Corporation Act, as set forth in Chapter 617, Florida Statutes, as amended, adopts the following Articles of Incorporation for such Corporation:

ARTICLE I: NAME

The name of the Corporation shall be: Positive Start, Inc. hereinafter referred to as the "Corporation."

ARTICLE II: PRINCIPLE OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of the Corporation shall be 6604 SW 33rd Street Miramar, Florida 33023

ARTICLE III: PURPOSES

The Corporation is organized and operated exclusively for religious, charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or any future corresponding provision of any future United States Internal Revenue Law; or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended, or any future corresponding provision of any future United States Internal Revenue Law.

The purpose of the Corporation is to provide Substance Abuse (S/A) Treatment (TX) and HIV/AIDS Prevention Education services to individuals both of whom are addicted to alcohol and other drugs living with HIV/AIDS or at risk of HIV infection. There is an intersecting epidemic between S/A and HIV infection. It is well known that behaviors such as IVD, Crack Cocaine, Ecstasy, and IND are high-risk for HIV infection. Our goal is to provide S/A TX and HIV/AIDS educational service to prevent the transmission of HIV infection. Our target population are minority communities with high incidence and prevalence of HIV/AIDS especially African Americans, Haitians, and Hispanics who live in high-risk areas. Our mission is to decrease S/A and new HIV infections and decrease disparities in health care for this population. The Corporation will concentrate its efforts in Miami-Dade County. The Corporation will also be active at the State level to assist this population living with HIV/AIDS or at risk for HIV/AIDS infection suffering from S/A. The Corporation will identify barriers and plan strategies to meet the needs of the targeted population herein.

ARTICLE IV: RESTRICTIONS ON ACTIVITIES

No substantial part of the activities of this Corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, nor shall this corporation participate in or intervene in (including the publishing or distributing of statements) and political campaign on behalf of (or in the opposition to) any candidate for public office.

ARTICLE V: DURATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE VI: MEMBERSHIP

The Corporation shall be non-membership.

ARTICLE VII: REGISTERED AGENT AND STREET ADDRESS

The Corporation's registered office shall be: 6604 SW 33rd ST Miramar, Florida, 33023, and Sherman Brown, President, shall be the registered agent of the Corporation at that address.

ARTICLE VIII: BOARD OF DIRECTORS AND MANNER OF ELECTION

The Board of Directors shall consist of three (3) persons. The number may be increased or from time to time by an amendment to the Corporation By-Laws. However, there shall never be less than three (3) persons on the Board of Directors. All members of the Board of Directors shall be selected as provided for in the Corporation By-Laws.

The Initial Board of Directors consists of:

SHERMAN BROWN (President) 6604 SW 33 RD Street Miramar, Florida, 33023	CLARISSA LEE (Treasurer) 905 North 13 th Court Hollywood, Florida 33019
JIM KING (Secretary) 10974 SW 158 Terrace Miami, Florida 33157	

ARTICLE IX: OFFICERS

The officers of the Corporation shall be a President, Treasurer, Secretary, and such other officers as may be provided by the By-Laws.

ARTICLE X: AMENDMENTS

These Articles of Incorporation may be amended at any regular or special meeting of the

Board of Directors by a majority vote of those present, provided that notice of the intent to submit amendments shall have been given as provided by the By-Laws.

ARTICLE XI: DISTRIBUTION OF ASSETS UPON DISSOLUTION

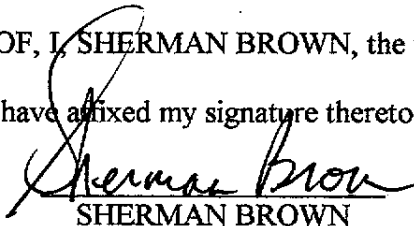
The property of the Corporation is irrevocably dedicated to charitable and educational purposes and no part of the net income or assets of the Corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person. Upon dissolution or winding up of the Corporation its assets remaining after payment or provision for payment of all debts and liabilities of the Corporation shall be distributed to a not-for-profit fund, foundation or corporation which is organized and operated exclusively for charitable and educational purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

ARTICLE XII: INCORPORATOR

The incorporator of the Corporation is:

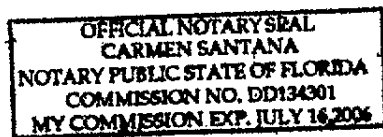
Sherman Brown,
6604 SW 33 Street
Miramar, Florida, 33023

IN WITNESS WHEREOF, I, SHERMAN BROWN, the undersigned incorporator of these Articles of Incorporation, have affixed my signature thereto on 10-29-, 2003


SHERMAN BROWN

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was sworn to before me this 29 day of Oct. 2003, by SHERMAN BROWN, who personally appeared before me at the time of notarization, and who is personally know to me or have produced a Florida Driver's License as identification



NOTARY PUBLIC:

SIGN: Carmen Santana

PRINT: Carmen Santana
STATE OF FLORIDA AT LARGE

Notary Seal

Positive Start, Incorporated

August 13, 2003