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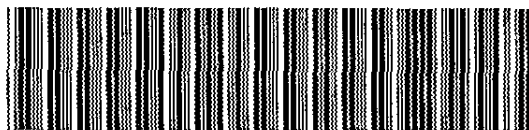
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Remember It's For The Children, Inc.  
Post Office Box 771533  
Coral Springs, FL 33077

FILED

03 DEC 29 PM 2: 29

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

To Whom It May Concern:

Please let this letter be noted that the members of the board of directors of Remember It's For The Children, Inc. wish to forfeit the name of this organization in order to form a not for profit corporation of the same name.

On July 15, 2003, organization number P03000078621 was erroneously formed as a Florida for profit organization, attached are the articles of incorporation in order to establish the not for profit that was originally intended.

Thank you for your assistance in this matter.

Philip Dick  
Shirley Dick  
D & S Dennis

Myna Becker  
Nathan Steinchen

**ARTICLES OF INCORPORATION  
OF  
REMEMBER IT'S FOR THE CHILDREN, INC.**

**FILED**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We the undersigned hereby associate ourselves together for the purpose of becoming a Corporation not for profit under Chapter 617, Laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a Corporation not for profit.

**ARTICLE I: NAME AND ADDRESS**

The name of The Corporation shall be Remember It's For The Children, Inc.

The address of the company shall be 9896 NW 54<sup>th</sup> Place, Coral Springs, FL 33076

**ARTICLE II: PURPOSE**

The specific purpose of this organization is to provide services in order to raise funds for children's services

The Corporation is organized and operated exclusively for 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 by a corporation exempt from federal income tax under Section 501(C)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), or by a corporation, contributions to which are deductible under Section 170(C)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law.

**ARTICLE III: DURATION**

The term of existence of The Corporation is perpetual, unless dissolved by law.

**ARTICLE IV: EARNINGS**

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 any political campaign on behalf of any candidate for public office.

#### ARTICLE V: MANAGEMENT OF CORPORATE AFFAIRS

A. Board of Directors: The powers of this Corporation shall be exercise its properties controlled, and its affairs conducted by the Board of Directors, consisting of not less than (3) three persons.

Directors shall be elected at the first annual meeting, and at all times thereafter, shall serve for a term of (1) one-year. Annual meetings shall be held each year at such time and place that may be designated by resolution.

The names and addresses of the original Board of Directors shall be:

Philip H Dickman, President  
9896 NW 54<sup>th</sup> Place  
Coral Springs, FL 33076

Diane Dickman, Vice President  
9896 NW 54<sup>th</sup> Place  
Coral Springs, FL 33076

David Donish, Treasurer  
2661 NW 123<sup>rd</sup> Way  
Coral Springs, FL 33065

Myra Becker, Secretary  
1822 NW 97<sup>th</sup> Terrace  
Coral Springs, FL 33071

Nathan Sternschein, Director  
7300 Amberly Lane, Bldg 30-101  
Delray Beach, FL 33446

B. Corporate Officers: The Board of Directors shall elect the following officers: President, Vice-President, Secretary, and Treasurer, and such other officers as the By-Laws of this Corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors.

#### ARTICLE VI: DISSOLUTION

The property of this Corporation is irrevocably dedicated to charitable and educational purposes and no part of the net income or assets of this 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 this Corporation shall be distributed to a non-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 VII: INCORPORATORS

The names and addresses of the incorporator(s) of this Corporation are:

Philip H Dickman, President  
9896 NW 54<sup>th</sup> Place  
Coral Springs, FL 33076

Diane Dickman, Vice President  
9896 NW 54<sup>th</sup> Place  
Coral Springs, FL 33076

David Donish, Treasurer  
2661 NW 123<sup>rd</sup> Way  
Coral Springs, FL 33065

Myra Becker, Secretary  
1822 NW 97<sup>th</sup> Terrace  
Coral Springs, FL 33071

Nathan Sternschein, Director  
7300 Amberly Lane, Bldg 30-101  
Delray Beach, FL 33446

#### ARTICLE VIII: AMENDMENT OF BY-LAWS

Subject to the limitations contained in the By-Laws, and any limitations set forth in The Corporations Not For Profit Law of the State of Florida, concerning corporate action that must be authorized or approved by the members of The Corporation, By-laws of this corporation may be made, altered, rescinded, added to, or new By-Laws may be adopted, either by resolution of the Board of Directors, or by any other procedure set forth within the By-Laws of this Corporation.

#### ARTICLE IX: REGISTERED AGENT

The name and address of this Corporations registered agent is:

Philip Dickman  
9896 NW 54<sup>th</sup> Place  
Coral ~~Gables~~, FL 33076

*(PHD) SPRINGS*

#### ARTICLE X: AMENDMENTS TO ARTICLES


Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors.

## CERTIFICATE OF DESIGNATION OF REGISTERED AGENT

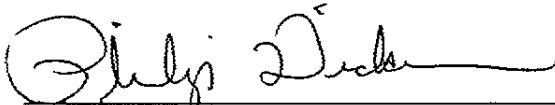
Pursuant to the provisions of Section 607.0501 and, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent, in the State of Florida.

1. The name of The Corporation is : Remember It's For The Children, Inc.
2. The name and address of the registered agent is:

Philip Dickman  
9896 NW 54<sup>th</sup> Place  
Coral Gables, FL 33076

 SPRINGS,

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate. I hereby accept the appointment as registered agent and agree to act in that capacity. I further agree to comply with the provision 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.

  
\_\_\_\_\_  
Registered Agent

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA